

AMEND BOARD REPORT 19-0626-PR3
AUTHORIZE THE SECOND AND FINAL RENEWAL AGREEMENTS FOR THE PRE-QUALIFICATION
STATUS OF VARIOUS VENDORS TO PROVIDE EDUCATIONAL TECHNOLOGY PRODUCTS

THE CHIEF EXECUTIVE OFFICER REPORTS THE FOLLOWING DECISION:

Authorize the second and final renewal agreements with various vendors to provide Educational Technology (Ed Tech) products and programs at estimated annual cost set forth in the Compensation Section of this report. Written documents exercising this option are currently being negotiated. No payment shall be made to any vendor during the option period prior to execution of their written document. The authority granted herein shall automatically rescind as to each vendor in the event their written document is not executed within 90 days of the date of this Board Report. Information pertinent to this option is stated below.

This August 2020 amendment is necessary to increase the maximum spend authority from \$2,000,000 to \$7,000,000, to remove the following 32 vendors during the extension period: Vendors #1-2, 5-7, 9-10, 12-13, 15, 18, 24-27, 30, 32-35, 37, 39-45 and 47-50 and to extend the term end date from October 31, 2020 to January 31, 2021. A written amendment to the agreements is required.

Contract Administrator : Hubbard, Ms. Carisa Ann / 773-553-2280

USER INFORMATION :

Project ~~10814 - Pre-K - 12 Curriculum~~
 Manager: ~~42 W. Madison~~
~~Chicago, IL 60602~~
~~Reynoso, Mr. Anthony~~

Project 10814 - Pre-K - 12 Curriculum
 Manager: 42 W. Madison
Chicago, IL 60602
Mcquire, Mr. Martin Edward

PM Contact: ~~10810 - Teaching and Learning Office~~
~~42 West Madison Street~~
~~Chicago, IL 60602~~
~~Alvarado, Miss Anna M~~
~~773-553-1216~~

ORIGINAL AGREEMENT:

The original Agreements (authorized by Board Reports 15-0624-PR17; as amended by 16-0427-PR2; 16-0622-PR1; 16-0824-PR4; 17-0322-PR2; 17-1206-PR6) in the amount of \$15,000,000 are for a term commencing July 1, 2015 for vendors approved under Board Report 15-0624-PR17 and upon date of execution for vendors subsequently approved and ending June 30, 2018, with the Board having two (2) options to renew for a one (1) year period. The first renewal agreement (authorized by Board Report 18-0627-PR5) in the amount of \$2,000,000 is for a one (1) year term commencing on July 1, 2018 and ending on June 30, 2019. The second renewal agreements (authorized by Board Report 19-0626-PR3) were for a one (1) year term commencing July 1, 2019 and ending on June 30, 2020. The agreements were extended for a period commencing July 1, 2020 and ending on October 31, 2020 by a no-cost extension approved by the Chief Procurement Officer pursuant to Board Rule 7(e). The original agreements were awarded on a competitive basis pursuant to Board Rule 7-2, which is now contained within Board Rule 7-3.

EXTENSION TERM:The term of each agreement is being extended for three months commencing November 1, 2020 and ending January 31, 2021 ("Extension Term").

OPTION PERIOD:

The term of each agreement is being renewed ~~for one (1) year~~ commencing July 1, 2019 and ending ~~June 30, 2020~~ January 31, 2021 ("Renewal Term"). For any vendor who did not complete a first renewal agreement, the Board may choose to enter, pursuant to this Board Report, a first renewal agreement for the Renewal Term. One vendor did not complete the original agreement. The Board will enter into a master agreement with that vendor for the Renewal Term.

OPTION PERIODS REMAINING:

There are no remaining options.

SCOPE OF SERVICES:

This renewal is focused on Ed Tech Products as defined in the RFQ. Ed Tech Products that would be used as core curricular materials are not covered by this agreement. The Ed Tech Products qualified as part of this RFQ may be delivered in a variety of delivery media including but not limited to secured websites, open access websites, CD-ROM, etc.

The following ARE NOT included in the scope of the agreements:

- Technology Assets as described in the RFQ
- Information Systems for management as described in the RFQ
- Computer hardware, unless the Ed Tech Product cannot be de-bundled from the hardware
- Curricular products such as digital textbooks

The Board issued a PNI for Multi-Tier System of Supports (MTSS) services to the pre-qualified pool. The MTSS vendors will provide products and programs, which will personalize and differentiate instruction for every student based on their academic needs and individual learning style to promote accelerated student achievement. The MTSS vendors will provide multiple research and evidence-based intervention, enrichment, and/or supplemental products and programs for students in reading and/or math, in order to substantially increase the success of students in grades K-12, regardless of their performance level. These products and programs will allow students to work at their own level and pace when appropriate. MTSS vendors will be expected to provide/share data both at the local (school/network) and district level in order to determine both efficacy and fidelity. MTSS vendors and the Board will develop benchmarks to monitor implementation and progress.

OUTCOMES:

Vendors' services will result in the continued use of a pre-qualified pool of vendors to provide Educational Technology (Ed Tech) products for purchase by schools. Products provided by these pre-qualified vendors are vetted for basic technology, security, and legal standards.

COMPENSATION:

Vendors shall be paid during this option period as specified in their agreement; estimated annual aggregate amount of payments to all pre-qualified vendors for the one (1) year term shall not exceed below:

~~\$1,801,082.~~ \$2,000,000.00 FY20

~~\$5,198,918.~~ FY21

The costs associated herewith shall be reported to the Board on a quarterly basis pursuant to Board Rule 7-10.

USE OF POOL:

All schools are authorized to receive products and programs from the pre-qualified pool as follows: Schools and departments shall select a pre-qualified vendor and evidence such selection by a purchase order for the Ed Tech Products and Programs provided by the vendor and approved through the RFQ

process. A directory is being developed that will be available to all CPS schools and departments specifying those pre-qualified vendors and the Products and Programs each has been approved to provide to the Board and how to contact those vendors. The directory will identify the categories of learning experiences that the Products and Programs are intended to enhance as well as other general information about the Product and Program. For the purchases of Products and Programs that have been evaluated for basic technical requirements, purchases are limited to \$25,000 spend limits. For purchases of Products and Programs that have been selected through the process for Plans for New Initiatives ("PNI"), requests for additional information will be provided to pre-qualified vendors who have Products and Programs that meet the general requirements of the PNI. If vendors wish to have one or more of their approved Products and Programs considered for inclusion in the initiative, vendors may submit a response to the PNI request to be evaluated for quality and alignment of the proposal to the scope of the project. Purchases of PNI approved Products and Programs will be highlighted as vetted for quality in the Ed Tech Catalog and will not be limited to \$25,000 spend limits.

AUTHORIZATION:

Authorize the General Counsel to include other relevant terms and conditions in the written agreements. Authorize the President and Secretary to execute the written agreements. Authorize the Chief of Teaching and Learning to execute all ancillary documents required to administer or effectuate the agreements.

AFFIRMATIVE ACTION:

Pursuant to the Remedial Program for Minority and Women-Owned Business Enterprise Participation in Goods and Services Contracts (M/WBE Program), this contract is exempt as this agreement is for proprietary software.

LSC REVIEW:

Local School Council approval is not applicable to this report.

FINANCIAL:

Various Funds, Various Units

\$1,801,082, FY20

\$5,198,918, FY21

Not to exceed 2,000,000.00 for the one (1) year term.

Future year funding is contingent upon budget appropriation and approval.

Estimated annual aggregate amount of payments to all pre-qualified vendors shall not exceed \$7,000,000 for the term.

CFDA#: Not Applicable

GENERAL CONDITIONS:

Inspector General - Each party to the agreement shall acknowledge that, in accordance with 105 ILCS 5/34-13.1, the Inspector General of the Chicago Board of Education has the authority to conduct certain investigations and that the Inspector General shall have access to all information and personnel necessary to conduct those investigations.

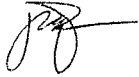
Conflicts - The agreement shall not be legally binding on the Board if entered into in violation of the provisions of 105 ILCS 5/34-21.3 which restricts the employment of, or the letting of contracts to, former Board members during the one year period following expiration or other termination of their terms of office.

Indebtedness - The Board's Indebtedness Policy adopted June 26, 1996 (96-0626-PO3), as amended from time to time, shall be incorporated into and made a part of the agreement.

Ethics - The Board's Ethics Code adopted May 25, 2011 (11-0525-PO2), as amended from time to time, shall be incorporated into and made a part of the agreement.

Contingent Liability - The agreement shall contain the clause that any expenditure beyond the current fiscal year is deemed a contingent liability, subject to appropriation in the subsequent fiscal year budget(s).

Approved for Consideration:



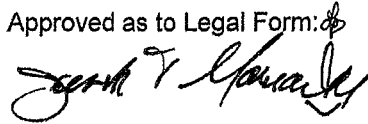
JONATHAN MAPLES
Chief Procurement Officer

Approved:



JANICE K. JACKSON
Chief Executive Officer

Approved as to Legal Form:



JOSEPH T. MORIARTY
General Counsel

- | | | | |
|----|--|----|--|
| 1) | Vendor # 94865
3-C INSTITUTE FOR SOCIAL
DEVELOPMENT INC. DBA 3C INST
4364 S. ALSTON AVE STE 300
DURHAM, NC 27713-2220
Melissa DeRosier
919-677-0102
Ownership: Melissa DeRosier-100% | 5) | Vendor # 98804
APEX LEARNING, INC.
1215 FOURTH AVENUE, STE 1500
SEATTLE, WA 98161
Michelle Knoff
206-381-5600
Ownership: Andrew Kaplan-50%, Peter
Campbell-50% |
| 2) | Vendor # 94595
3P LEARNING INC.
246 FIFTH AVENUE, STE 426
NEW YORK, NY 10001
Danny Chiarastella
315-238-5116
Ownership: 3P Learning Limited - 100% | 6) | Vendor # 30435
BENCHMARK EDUCATION COMPANY, LLC
145 Huguenot St.
New Rochelle, NY 10801
Noten Harris
877-236-2465
Ownership: Thomas Reycraft-50%, Seraphim
Reycraft-50% |
| 3) | Vendor # 12499
ACHIEVE3000, INC.
331 NEWMAN SPRING RD SUITE 304
RED BANK, NJ 07701
Nicholas Bates
732 367-5505

Ownership: Insight Venture Partners V, LP
-17%, Insight Venture Partners IX, LP- 20%,
Other - 63% | 7) | Vendor # 31207
CARNEGIE LEARNING, INC DBA EMC
PUBLISHING LLC DBA EMC SCHOOL
MONDO EDUCATION
501 GRANT STREET STE 1075
PITTSBURGH, PA 15219-4447
Julie Katruska
888-851-7094
Ownership: New Mountain Learning LLC -
100% |
| 4) | Vendor # 99838
THE ACHIEVEMENT NETWORK, LTD.
PO Box 843444
BOSTON, MA 02284
Renee Montmeny
617 505-1098

Ownership: Not for Profit | 8) | Vendor # 63673
CDW GOVERNMENT, LLC
230 N. MILWAUKEE AVE
VERNON HILLS, IL 60061
Sean Dillon
847 419-7438

Ownership: CDW LLC-100% |

- | | |
|--|---|
| <p>9) Vendor # 18899
 CENTERPOINT EDUCATION SOLUTIONS
 1030 15TH ST NW SUITE 690W
 WASHINGTON, DC 20005
 Brett Friedman
 202 748-8099
 Ownership: Not For Profit</p> | <p>14) Vendor # 16326
 EDGENUITY INC.
 8860 EAST CHAPARRAL ROAD, STE 100
 SCOTTDALE, AZ 85250
 Lynette McVay
 480 423-0118 X1122

 Ownership: Weld North Education, LLC - 100%</p> |
| <p>10) Vendor # 18448
 CLASSROOM, INC:
 245 FIFTH AVE., 20TH FLR:
 NEW YORK, NY 10016
 Christina Oliver
 212 545-8400
 Ownership: Not For Profit</p> | <p>15) Vendor # 10126
 EDMENTUM, INC:
 5600 W. 83RD STREET., STE 300-8200-
 TOWER
 BLOOMINGTON, MN 55437
 Michael Ehters
 800 447-5286
 Ownership: Edmentum Holdings, Inc. -100%</p> |
| <p>11) Vendor # 41798
 COMPUTER SERVICES AND CONSULTING,
 INCORPORATED DBA CSC CONSULTING
 GROUP & CSC LEARNING 16)
 16W241 S FRONTAGE ROAD, SUITE 40
 BURR RIDGE, IL 60527
 Babylon Williams
 855 462-2267

 Ownership: Caroline Sanchez Crozier-100%</p> | <p>16) Vendor # 70047
 ESPARK, INC. DBA ESPARK LEARNING
 100 S State Street, Floor 4
 CHICAGO, IL 60603
 Shamoon Atique
 312 310-9527

 Ownership: David Vinca-30.21%, MAPP,
 LLC-15.44%, Luke Shepard - 8.87%, MK
 Capital - 4.40%, Other - 41.08%</p> |
| <p>12) Vendor # 19546
 COUGHLAN COMPANIES, LLC DBA
 CAPSTONE
 1710 ROE CREST DRIVE 17)
 NORTH MANKATO, MN 56003
 Connie Ruyter
 800 747-4992
 Ownership: Robert J. Coughlan - 50%, James
 P. Coughlan - 50%</p> | <p>17) Vendor # 17298
 EXPLORELEARNING, LLC
 17855 DALLAS PARKWAY, STE 400
 DALLAS, TX 75287
 Amy Otis
 800 547-6747

 Ownership: Lazel, Inc. - 100%</p> |
| <p>13) Vendor # 16325
 D2L LTD:
 151 CHARLES STREET WEST, SUITE 400
 KITCHENER, N2G 1H6
 Mark Chuckat
 888 772-0325 X4438
 Ownership: D2L Inc. -100%</p> | |

- | | |
|--|---|
| <p>18) Vendor # 16327
 ELLEVATION, INC.
 38 CHAUNCEY ST, 9TH FLOOR
 BOSTON, MA 02111
 Edward Rice
 617-307-5755
 Ownership: Edward Rice - 10.15%, Jordan Meranus - 10.15%, Chris Gabrieli - 12.19%, Emerson Collective Investments, LLC - 19.86%, Other - 47.65%</p> | <p>22) Vendor # 98586
 K12 VIRTUAL SCHOOLS L.L.C.
 2300 CORPORATE PARK DRIVE
 HERNDON, VA 20171
 Heidi Wenger
 703 483-700

 Ownership: K12 Management, Inc. - 100%
 Interest Sole Member, K12, Inc. - 100% Interest
 Parent Company</p> |
| <p>19) Vendor # 13240
 HOUGHTON MIFFLIN HARCOURT
 PUBLISHING COMPANY
 1900 S BATAVIA AVENUE
 GENEVA, IL 60134
 Becky Smith
 708 560-1457

 Ownership: Houghton Mifflin Harcourt
 Publishing Inc. - 100%</p> | <p>23) Vendor # 17302
 LEARNING A-Z, LLC
 17855 DALLAS PARKWAY, STE 400
 DALLAS, TX 75287
 Amy Otis
 800 547-6747

 Ownership: Lazel, Inc. - 100%</p> |
| <p>20) Vendor # 97955
 IMAGINE LEARNING, INC.
 382 W. PARK CIRCLE, SUITE 100
 PROVO, UT 84604
 Ana Gomez
 224 554-9260

 Ownership: Weld North Education - 100%
 (Think Learning Products removed from
 Agreement)</p> | <p>24) Vendor # 99625
 LEARNZILLION, INC
 5038 MACARTHUR BLVD. NW
 WASHINGTON, DC 20016
 Eric Westendorf
 202-596-4631
 Ownership: Peter Moran, DCM - 20.89%, Tory
 Patterson, Owl Ventures - 14.77%, Mark
 Jacobson, OATV Ventures - 11.60%, Other -
 52.74%</p> |
| <p>21) Vendor # 23066
 IXL LEARNING, INC.
 777 MARINERS ISLAND BLVD., STE 600
 SAN MATEO, CA 94404
 James Zeller
 650 259-4200

 Ownership: Paul Mishkin-75%, Other-25%</p> | <p>25) Vendor # 27064
 LEXIA LEARNING SYSTEMS LLC
 300 BAKER AVE., STE 320
 CONCORD, MA 01742
 Scott Pionek
 978-405-6200
 Ownership: Rosetta Stone- 100%</p> |

- | | |
|--|--|
| <p>26) Vendor # 21757
 MACKIN BOOK COMPANY DBA MACKIN-
 EDUCATIONAL RESOURCES
 3505 COUNTY RD 42 WEST
 BURNSVILLE, MN 55306
 Grace Mundt
 800-245-9540
 Ownership: Kay M. Heise - 51%, Randal M.
 Heise - 49%</p> | <p>30) Vendor # 17109
 NEARPOD INC.
 18305 BISCAYNE BLVD
 AVENTURA, FL 33160
 Natali Barski-Meyman
 855-632-7763
 Ownership: Nearpod Holdings Inc. - 100%,
 Nearpod Intermediary I, LLC - 100%, Nearpod
 Intermediary II, LLC - 100%</p> |
| <p>27) Vendor # 12230
 MCGRAW-HILL EDUCATION, INC. DBA
 MCGRAW-HILL SCHOOL EDUCATION, LLC
 2 PENN PLAZA 12TH FLOOR
 NEW YORK, NY 10121
 Ardena Amos White
 312-248-8935
 Ownership: McGraw-Hill LLC - 100%</p> | <p>31) Vendor # 99564
 NEWSELA, INC.
 620 8th Ave, 21st FL
 New York, NY 10018
 Brian Berman
 646 481-5650

 Ownership: Matthew Gross - 10%, Owl
 Ventures - 10%, KPCB Holdings, Inc. - 10%</p> |
| <p>28) Vendor # 12588
 Mentoring Minds LP (F/K/A Teacher
 Resources, LP)
 7922 S BROADWAY
 TYLER, TX 75703
 Shad A. Madsen
 800 585-5258

 Ownership: Michael L. Lujan - 50%; ML Lujan
 Enterprises Inc, Gen Partner - 50%</p> | <p>32) Vendor # 16367
 NOREDINK
 118 2ND ST., 3RD FLOOR
 SAN FRANCISCO, CA 94105
 Jeff Scheur
 844-667-3346
 Ownership: Jeff Scheur - 31.46%, True
 Ventures IV, LP - 20.78%, ReThink Education
 Partners, L.P. - 10.65%</p> |
| <p>29) Vendor # 67737
 MIND RESEARCH INSTITUTE
 111 ACADEMY STE 100
 IRVINE, CA 92671
 Kerri Applegate
 888 751-5443

 Ownership: Not For Profit</p> | <p>33) Vendor # 16385
 Otus, LLC
 1000 WEST FULTON MARKET, SUITE 285
 CHICAGO, IL 60607
 Keith Westman
 212-312-6132
 Ownership: Andrew Bluhm - 80%, Otus
 Employees - 20%</p> |

- | | |
|---|--|
| <p>34) Vendor # 17142
 PARENTSQUARE INC
 924 ANACAPA ST. STE 3R
 SANTA BARBARA, CA 93101
 Jay Klarfer
 805-637-8381
 Ownership: Anupama Vaid - 42.95%; Sohit Wadhwa - 19.20%; Linn Sillers - 14.40%; Other - 23.45%</p> | <p>38) Vendor # 88867
 RALLY! EDUCATION LLC
 22 RAILROAD AVE
 GLEN HEAD, NY 11545
 Fran Mure
 516 671-9300
 Ownership: Howard Berrent - 40%; Marjorie Berrent - 60%</p> |
| <p>35) Vendor # 45046
 PEARSON K12 LEARNING LLC
 221 RIVER STREET
 HOBOKEN, NJ 07030
 Jason Upah
 480-457-6083
 Ownership: Gateway Education LLC - 100%</p> | <p>39) Vendor # 96035
 ROSETTA STONE LTD.
 135 W. MARKET ST.
 HARRISONBURG, VA 22801
 Jon Holder
 800-788-0822
 Ownership: Rosetta Stone Inc - 100%</p> |
| <p>36) Vendor # 46471
 PEOPLES EDUCATION INC. DBA MASTERY EDUCATION
 299 MARKET STREET., STE 240
 SADDLE BROOK, NJ 07663
 Barbara Dexter
 800 822-1080
 Ownership: Peoples Educational Holdings, Inc. - 100%</p> | <p>40) Vendor # 99425
 SCOLAB, INC
 2090 MOREAU STREET
 MONTREAL, QC H1W 2M3
 Tom Trang
 888-528-8878
 Ownership: Carl Malartre - 25%; Jean-Philippe Choiniere - 25%; Steve Brisebois - 25%; Thanh T. Trang - 25%</p> |
| <p>37) Vendor # 16333
 R3 Collaboratives Inc.
 940 HOWARD STREET
 SAN FRANCISCO, CA 94103
 Adam Geller
 855-338-4362
 Ownership: Adam Geller - 54.74%; Ross Weldon - 23.46%; All others less than - 10%</p> | <p>41) Vendor # 24503
 SOCIAL STUDIES SCHOOL SERVICE DBA- NYSTROM
 10200 JEFFERSON BLVD.
 CULVER CITY, CA 90230
 LaKeshia Neal
 800-421-4246
 Ownership: David Weiner - 25%; Aaron Willis - 25%; Sanford Weiner - 25%; Irwin Levin - 25%</p> |
| | <p>42) Vendor # 67326
 SUNBURST ACQUISITION LLC DBA- SUNBURST DIGITAL
 3150 W. HIGGINS RD, STE 140
 HOFFMAN ESATES, IL 60169
 Breanna Fiore
 800-321-7511
 Ownership: Gregory Yurousky - 100%</p> |

- | | |
|---|--|
| <p>43) Vendor # 42634
 SUNTEX INTERNATIONAL INC.
 3311 FOX HILL RD.
 EASTON, PA 18042
 Nan Ronis
 610-253-5255
 Ownership: Robert Sun - 50%, Others - 50%</p> | <p>48) Vendor # 22041
 Troxell Communications, Inc.
 4675 E. Cotton Center Blvd, Suite 155
 PHOENIX, AZ 85040
 Jon Rendine
 800-578-8858
 Ownership: TXL Holding Corporation - 100%,
 AEA Investors, Small Business Fund, LP - 99%</p> |
| <p>44) Vendor # 28975
 TEACHER-CREATED MATERIALS, INC
 5482 ARGOSY AVENUE
 HUNTINGTON BEACH, CA 92649
 Mary Kittrette
 800-858-7339
 Ownership: Rachele Cracchiolo - 10%,
 Corinne Burton - 45%, Deanne Mendoza - 45%</p> | <p>49) Vendor # 12190
 FURNITIN LLC
 2101 WEBSTER STREET SUITE 1800
 OAKLAND, CA 94612
 Kelly Barna
 510-764-7600
 Ownership: Advance Publications - 100%</p> |
| <p>45) Vendor # 47707
 TEXTHELP INC
 600 UNICORN PARK DRIVE
 WOBURN, MA 01801
 Debbie Shaw
 888-548-0652
 Ownership: Texthelp Ltd - 100%</p> | <p>50) Vendor # 33867
 VOYAGER SOPRIS LEARNING INC
 17855 DALLAS PARKWAY, STE 400
 DALLAS, TX 75287
 Amy Otis
 800-547-6747
 Ownership: Cambium Learning, Inc. - 100%</p> |
| <p>46) Vendor # 16434
 THE ROSEN PUBLISHING GROUP, INC.
 29 E 21ST STREET
 NEW YORK, NY 10010
 Arlene Riley
 800 237-9932

 Ownership: Roger Rosen - 100%</p> | <p>51) Vendor # 50382
 WILLIAM H SADLIER, INC.
 9 PINE ST 7TH FLR
 NEW YORK, NY 10005
 Kevin O'Donnell
 212 312-6132

 Ownership: Frank S. Dinger Jr. - 61%, Other - 39%</p> |
| <p>47) Vendor # 94819
 THINKCERCA.COM INC
 440 North Wells Street, Suite 720
 CHICAGO, IL 60654
 W. Daniel White
 650-454-6914
 Ownership: Follett School Solutions, Inc. - 12%,
 Eileen Murphy - 24%, Other - 64%</p> | |