# (ATTACHMENT 11) ACTION ON THE AWARD OF PROFESSIONAL SERVICES CONTRACTS

**MILWAUKEE BOARD OF SCHOOL DIRECTORS**
**PROFESSIONAL SERVICES CONTRACT**
**SECOND EXTENSION & MODIFICATION**

On February 1, 2016, the Milwaukee Board of School Directors ("MPS") and Drive USA, Inc. d/b/a Arcade Drivers School ("Contractor") entered into Professional Services Contract number C024693 ("Contract") with a term of February 1, 2016 through August 31, 2016. The Contract, (¶ 2), provided for two additional one-year extensions upon mutual written consent of the parties and in consideration of the performance metrics listed therein. The Contract was previously extended for the first one-year term (the "First Extension"). Based on the Contractor's achievement of the performance metrics, the parties now mutually agree to extend the Contract for the second and final one-year term.

As such, the Contract will be extended, from September 1, 2017 through August 31, 2018 ("Year 3"), under the same terms and conditions as set forth in the Contract, except as specifically set forth below.

The amount to be encumbered on the Contract shall not exceed $570,991 in Year 3.

In accordance with ¶ 19 of the Contract, the parties modify those terms and conditions identified below.

**MODIFIED TERMS:**

1. Paragraph 3 of the Contract is modified to include the following provision: "Compensation under this Contract for Year 3 shall not exceed $570,991. Contractor shall be compensated for work performed at the rate of $155 per student for behind the wheel instruction and $155 for classroom instruction."

2. Paragraph 8 of the Contract is deleted in its entirety and replaced with the following:

   "Contractor understands and agrees that financial responsibility for claims or damages to any person, or to Contractor's employees and agents, shall rest with the Contractor. Contractor and its subcontractors shall effect and maintain any insurance coverage, including, but not limited to, Workers' Compensation, Employers' Liability, General Liability, Contractual Liability, Automobile Liability and Umbrella Liability to support such financial obligations. The indemnification obligation, however, shall not be reduced in any way by existence or non-existence, limitation, amount or type of damages, compensation, or benefits payable under Workers' Compensation laws or other insurance provisions.

   The minimum limits of insurance required of the Contractor by MPS shall be:

   | | |
   |---|---|
   | Workers' Compensation | Statutory Limits |
   | Employers' Liability | $100,000 per occurrence |
   | General Liability | $1,000,000 per occurrence/$2,000,000 aggregate |
   | Auto Liability | $1,000,000 per occurrence |
   | Umbrella (excess) Liability | $1,000,000 per occurrence |

   The Milwaukee Board of School Directors shall be named as an additional insured under Contractor's and subcontractors' general liability insurance and umbrella liability insurance. Evidence of all required insurances of Contractor shall be submitted electronically to MPS via its third party vendor, EXIGIS Risk Management Services. Waivers and exceptions to the above limits will be in the sole discretion of MPS and shall be recorded in the EXIGIS system,

which records are incorporated into this Contract by reference. The certificate of insurance or policies of insurance evidencing all coverages shall include a statement that MPS shall be afforded a thirty (30) day written notice of cancellation, non-renewal or material change by any of Contractor's insurers providing the coverages required by MPS for the duration of this Contract."

CONTRACTOR                                          MILWAUKEE BOARD OF SCHOOL DIRECTORS

By: _____                       By: _____
                                                        *Kari H. Race J.D., Acting Director*
                                                        *Procurement & Risk Management*

Date: _____                       Date: _____
Drive USA, Inc. d/b/a Arcade Drivers School
8511 W. Lincoln Ave.                                 By: _____
Milwaukee, WI 53227                                     *Darienne B. Driver, Ed.D.*
(414) 328-1212                                          *Superintendent of Schools*

Tax ID:                                              Date: _____

Budget code(s):
DRD-0-0-DED-DW-ECTS ($475,991)                       By: _____
CSV-0-S-UM7-RC-ECTS  ($95,000)                          *Mark A. Sain, President*
                                                        *Milwaukee Board of School Directors*

                                                     Date: _____

Board Approval Date: _____

Reviewed By: _____                 Date: _____
        *Risk Management*