

**ACTION OF REQUEST TO WAIVE ADMINISTRATIVE POLICY 3.09(9)(e) AND EXTEND A CONTRACT WITH PROXIMITY LEARNING, INC., FOR A VIRTUAL ONLINE INTERACTIVE LEARNING COURSE SYSTEM FOR WORLD LANGUAGES**

Purchase Requisition Number: CR030794  
Contract Number: B0001284  
Vendor Number: V023619

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

On July 1, 2017, the Milwaukee Board of School Directors and Proximity Learning, Inc. entered into Professional Services Contract number B0001284, with a term of July 1, 2017 through June 30, 2018. The Contract, (¶ 2), provided for two additional one-year extensions upon mutual written consent of the parties and in consideration of the Performance Objectives listed therein. The parties mutually agreed to the first one-year extension (the "First Extension"). Based on the Contractor's compliance with the Performance Objectives, the parties now mutually agree to extend the Contract for the second additional one-year term.

As such, the Contract will be extended, from August 1, 2019 through June 30, 2020 ("Year 3"), under the same terms and conditions as set forth in the original Contract and the First Extension, except for those specifically modified below.

In accordance with ¶ 20 of the Contract, the parties also modify those terms and conditions identified below.

**MODIFIED TERMS:**

1. Paragraph 3 of the Contract is modified to include the following: "Total compensation under this Contract for the term from August 1, 2019 through June 30, 2020 ("Year 3") shall not exceed \$1,000,000.00. Contractor shall provide 5,000 licenses to MPS at the rate of \$200.00 per license."

**CONTRACTOR**

By: Evan Erdberg

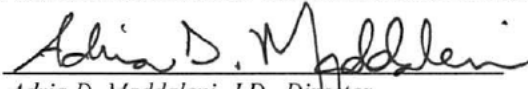
Date: 8-8-19  
Proximity Learning, Inc.  
900 South Capital of TX HWY, Suite 350  
Austin, TX 78746  
(512) 600-5233

Tax ID: XXXXXXXXXX

Budget code: 000-0-0-000-BL-ECTS

Reviewed By:   
Risk Management

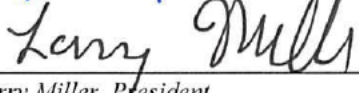
**MILWAUKEE BOARD OF SCHOOL DIRECTORS**

By:   
Adria D. Maddaleni, J.D., Director  
Procurement & Risk Management

Date: 8/9/19

By:   
Keith P. Posley, Ed.D.  
Superintendent of Schools

Date: 8/20/19

By:   
Larry Miller, President  
Milwaukee Board of School Directors

Date: 8/28/19

Date: 9-4-19