

(ATTACHMENT 6) ACTION ON THE AWARD OF EXCEPTION-TO-BID REQUESTS

DocuSign Envelope ID: 1EA74D9D-2B46-4FAE-A854-72196D9C2EAE

Purchase Requisition Number: CR053193

Contract Number: C030212

Vendor Number: V0004186

MILWAUKEE BOARD OF SCHOOL DIRECTORS PROFESSIONAL SERVICES CONTRACT FIRST MODIFICATION

On October 1, 2021, the Milwaukee Board of School Directors and Board of Regents of the University of Wisconsin System on behalf of the University of Wisconsin-Milwaukee entered into Professional Services Contract number C030212 (“Contract”), with a term of October 1, 2021 through September 30, 2022.

In accordance with Section 20 of the Contract, the parties modify the below specific terms and conditions and incorporate them into the Contract.

MODIFIED TERMS:

1. **Section 6** of the Contract is modified and replaced to read as follows: “Notwithstanding any references to the contrary, to the extent allowed by law, including but not limited to, Wis. Stat. Sec. 893.82 and 895.46, Contractor assumes full liability for all of its acts or omissions in the performance of this Contract, as well as the acts or omissions of its subcontractors. Contractor shall hold harmless MPS, its agents, officers and employees against all liabilities, losses, judgments, decrees, costs, and expenses that may be claimed against MPS as a result of granting of this Contract to said Contractor, or that may result from the carelessness or neglect of said Contractor, its agents, or employees.

In accordance with applicable laws, MPS shall be responsible for defending and paying judgments on behalf of its officers, employees and agents while acting within the scope of their employment or agency for any claims that may arise out of MPS’s negligence for acts, policies, or directives that affect the activities covered by this Contract.”

2. **Section 8** of the Contract is modified and replaced to read as follows: “Contractor understands and agrees that financial responsibility for claims or damages to any person, or to Contractor’s employees and agents, directly attributable to Contractor’s actions shall rest with the Contractor. Contractor shall maintain liability coverage through the State of Wisconsin’s self-funded property and liability program pursuant to Wisconsin Statute § 893.82 which includes comprehensive general, public and professional malpractice. A certificate of coverage will be provided upon request.”
3. **Section 10** of the Contract is modified and replaced to read as follows: “It is mutually agreed the breach of this Contract on Contractor’s part may result in irreparable and continuing damage to MPS for which money damages may not provide adequate relief. Therefore, the breach of this Contract on Contractor’s part may entitle MPS to seek relief and money damages insofar as they can be determined under the circumstances.”
4. **Section 13** of the Contract is modified and replaced to read as follows: “Both Parties reserve the right to terminate this Contract at any time for any reason by giving the other party written notice by Registered or Certified Mail of such termination. However, the parties will attempt to give the other party 20 days’ written notice, but reserves the right to give immediate written notice, if said reason for termination is due to illegal activities, unethical activities, or against mission or vision of the terminating Party. In the event of said termination, Contractor shall reduce its activities hereunder, as mutually agreed to, upon receipt of said notice. Upon said termination, Contractor shall be paid for all services rendered through the date of termination, including any retainage. This section also applies

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should the Milwaukee Board of School Directors fail to appropriate additional monies required for the completion of the Contract.”

CONTRACTOR

DocuSigned by:
By: Kate Mollan
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Date: 1/5/2022 | 5:49 PM CST

Board of Regents of the UW System
on behalf of the University of Wisconsin-Madison
Wisconsin Center for Education Research (WCER)
1025 W. Johnson Street, Suite #1152
Madison, WI 53701

Tax ID: [REDACTED]
Budget code(s): SDV-H-S-M42-CI-ECTS

Reviewed By: _____
Risk Management

MILWAUKEE BOARD OF SCHOOL DIRECTORS

By: *Janine Adamczyk*
Janine Adamczyk, Director
Procurement & Risk Management

Date: 2.4.2022

By: _____
Not Required

Date: _____

By: **Not Required**

Robert E. Peterson, President
Milwaukee Board of School Directors

Date: _____

Date: _____