

SECOND AMENDMENT TO AGREEMENT

THIS SECOND AMENDMENT TO AGREEMENT is made and entered into as of this ____ day of _____, 2019, by and between

THE SCHOOL BOARD OF BROWARD COUNTY, FLORIDA

(hereinafter referred to as "SBBC"),
a body corporate and political subdivision of the State of Florida,
whose principal place of business is
600 Southeast Third Avenue, Fort Lauderdale, Florida 33301

and

NAVIANCE, INC.

(hereinafter referred to as "Naviance"),
having its principal place of business at
3303 Wilson Boulevard Suite 500, Arlington, Virginia 22201

WHEREAS, SBBC and Naviance entered into an Agreement dated September 16, 2015 (hereafter "Agreement"); and

WHEREAS, the Agreement is needed to prepare students for postsecondary options; and

WHEREAS, the Parties mutually desire to amend certain provisions of the Agreement through this Second Amendment to Agreement (hereafter "Amendment").

NOW, THEREFORE, in consideration of the premises and of the mutual covenants contained herein and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties hereby agree as follows:

1.01 **Recitals.** The Parties agree that the foregoing recitals are true and correct and that such recitals are incorporated herein by reference.

1.02 **Term of Agreement.** Pursuant to Article 2.01 of the Agreement, the term of the Agreement is hereby extended from September 29, 2019 through September 28, 2020, unless terminated earlier pursuant to Section Article 3.05 Termination of the Agreement.

1.03 **Amended Provisions.** The Parties hereby agree to the amend the Agreement by interlineation as follows: Delete that part of **Exhibit A** to the Agreement relating to Year 5 optional pricing and expenses, and replace those amounts as set forth below:

Product or Service	Quantity	Unit	Start date	Term (in Months)	Sub-Total
Software Solutions Year 5: (Naviance for HS, Naviance for MS, eDocs and Alumni Tracker, Achieve works)	All students grades 6 - 12	Enrollment	9-29-19	12	\$350,661.18
Professional Development and Consulting Hours Year 5	220 hours	Hours	9-29-19	12	\$44,000.00

Total Price	\$394,661.18
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1.04 **Order of Precedence among Agreement Documents.** In the event of conflict between the provisions of the Agreement and the provisions contained herein, the provisions of the following documents shall take precedence in this order:

- a) this Second Amendment to Agreement; then
- b) the First Amendment to Agreement; then
- c) the Agreement.

1.05 **Other Provisions Remain in Force.** Except as expressly provided herein, all other portions of the Agreement remain in full force and effect.

1.06 **Authority.** Each person signing this Second Amendment to Agreement on behalf of either party individually warrants that he or she has full legal power to execute this Second Amendment to Agreement on behalf of the party for whom he or she is signing, and to bind and obligate such party with respect to all provisions contained in this Second Amendment to Agreement.

IN WITNESS WHEREOF, the Parties hereto have made and executed this Second Amendment to Agreement on the date first above written.

[THIS SPACE INTENTIONALLY LEFT BLANK; SIGNATURE PAGES FOLLOW]

FOR SBBC:

(Corporate Seal)

THE SCHOOL BOARD OF BROWARD
COUNTY, FLORIDA

ATTEST:

By _____
Heather P. Brinkworth, Chair

Robert W. Runcie, Superintendent of Schools

Approved as to Form and Legal Content:

Office of the General Counsel

[THIS SPACE INTENTIONALLY LEFT BLANK; SIGNATURE PAGE FOLLOWS]

FOR NAVIANCE:

(Corporate Seal)

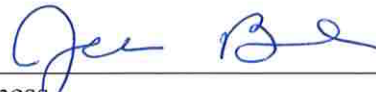
ATTEST:

, Secretary

NAVIANCE, INC.

By 
Jason Pletcher, Chief Financial Officer

-or-


Witness


Witness

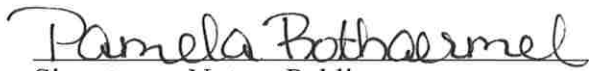
STATE OF Virginia

COUNTY OF Arlington

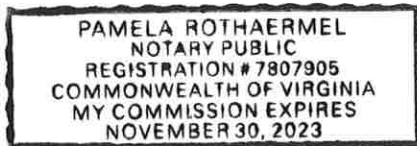
The foregoing instrument was acknowledged before me this 9th day of July, 2019 by Jason Pletcher of

Naviance on behalf of the corporation/agency. He/She is personally known to me or produced _____ as identification and did/did not first take an oath. _____
Type of Identification

My Commission Expires:
November 30, 2023


Signature – Notary Public

(SEAL)



Pamela Rothaermel
Printed Name of Notary

7807905
Notary's Commission No.