

June 27, 2018

**AUTHORIZE THE FIRST 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 first 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.

Contract Administrator : Hayes, Ms. Deirdre N / 773-553-3226

USER INFORMATION :

Project
Manager: 10825 - Department of Personalized Learning
2651 W. Washington Blvd
Chicago, IL 60612
Williams, Mr. Anthony Edward
773-553-5731

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 original agreements were awarded on a competitive basis pursuant to Board Rule 7-2.

OPTION PERIOD:

The term of each agreement is being renewed for one (1) year commencing July 1, 2018 and ending June 30, 2019.

OPTION PERIODS REMAINING:

There is one (1) option period for one (1) year remaining.

SCOPE OF SERVICES:

The vendors will continue to provide Ed Tech Products as defined in the RFQ. Ed Tech Products do not include products that would be used as core curricular materials. 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. "Products" shall be understood to refer to an Ed Tech Product and "Programs" shall be understood to refer to the Ed Tech Product plus any maintenance or support services, implementation support services and/or training materials and services that are provided at an additional cost to the Product.

Those entities currently providing products and services to CPS that would otherwise fit the definition of Ed Tech as well as those seeking to expand and grow their capacity were encouraged and welcomed to respond to the RFQ.

The following ARE NOT included in the scope of this RFQ:

- 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 are set forth below:

\$2,000,000.00 FY19

The costs associated herewith shall be reported to the Board on a quarterly pursuant to Board Rule 7-8.

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 option document. Authorize the President and Secretary to execute the option document. Authorize the Chief of Teaching and Learning to execute all ancillary documents required to administer or effectuate this option agreement.

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. This pool is comprised of 0-MBE, 0-WBE, 4-Not-for-Profits and 53-For Profits.

LSC REVIEW:

Local School Council approval is not applicable to this report.

FINANCIAL:

Various Funds, Various Units
FY19 Not to exceed \$2,000,000.00 for the one (1) year term.
Future year funding is contingent upon budget appropriation and approval.

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.

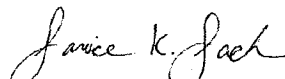
Contingent Liability - The agreement shall contain the clause that any expenditure beyond the current fiscal year is deemed a contingent liability, subject to appropriation in the subsequent fiscal year budget(s).

Approved for Consideration:



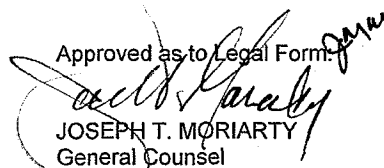
JONATHAN MAPLES
Chief Procurement Officer

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 INSTITUTE
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
Lars Gaarde
206 381-5600

Ownership: Andrew Kaplan-50%, Peter
Campbell-50% |
| 2) | Vendor # 94595
3P LEARNING INC.
37 WEST 26TH STE 201
NEW YORK, NY 10010
Peter Walters
315 238-5116

Ownership: 3p Learning Limited - 100% | 6) | Vendor # 30435
BENCHMARK EDUCATION COMPANY LLC.
145 Huguenot St.
New Rochelle, NY 10801
Anya Phelan
914 637-7244

Ownership: Thomas Reycraft-50%, Seraphim
Reycraft-50% |
| 3) | Vendor # 12499
ACHIEVE3000, INC.
1985 CEDAR BRIDGE AVE., STE 3
LAKEWOOD, NJ 08701
Jim O'Neill
732 367-5505

Ownership: Insight Venture Partners V, Lp
-17%, Insight Venture Partners Ix, Lp- 20% | 7) | Vendor # 31207
CARNEGIE LEARNING, INC.
437 GRANT STREET
PITTSBURGH, PA 15219
Beth Swaney
888 851-7094

Ownership: Barry Malkin-64.2%, Peter Lacasse
- 26.3% |
| 4) | Vendor # 99838
ACHIEVEMENT NETWORK LTD
225 FRIEND ST., STE 704
BOSTON, MA 02114
Lori Sweeney
617 725-0000

Ownership: Not For Profit | 8) | Vendor # 63673
CDW, LLC DBA CDW GOVERNMENT LLC
300 NORTH MILWAUKEE AVE.
VERNON HILLS, IL 60061
Brandi Steckel
877 489-8641

Ownership: Cdw Llc-100% |

9) Vendor # 18899
CENTERPOINT EDUCATION SOLUTIONS
1747 PENNSYLVANIA AVENUE NW 6TH
FLOOR
WASHINGTON, DC 20006
Laura Slover
202 836-7500

Ownership: Not For Profit

10) Vendor # 18448
CLASSROOM, INC
245 FIFTH AVE., 20TH FLR.
NEW YORK, NY 10016
Lisa Holton
212 545-8400

Ownership: Non-Profit

11) Vendor # 41798
COMPUTER SERVICES & CONSULTING,
INC.
16W241 S FRONTAGE ROAD, SUITE 40
BURR RIDGE, IL 60527
Babylon Williams
855 462-2267

Ownership: Caroline Sanchez Crozier-100%

12) Vendor # 18227
CONNECTIONS EDUCATION LLC DBA
PEARSON ONLINE AND BLENDED
LEARNING K-12 USA
10960 GRANTCHESTER WAY
COLUMBIA, MD 21044
Pat Laystrom
847 721-8312

Ownership: Pearson Education -100%

13) Vendor # 19546
COUGHLAN COMPANIES, LLC DBA
CAPSTONE
1710 ROE CREST DRIVE
NORTH MANKATO, MN 56003
Mackenzie Jones
800 747-4992

Ownership: Robert J. Coughlan - 50%, James
P. Coughlan - 50%

14) Vendor # 16325
D2L LTD.
151 CHARLES STREET WEST, SUITE 400
KITCHENER, N2G 1H6
Liz Francombe
888 772-0325 X4438

Ownership: D2l -100%

15) Vendor # 23392
DELTA EDUCATION LLC & EDUCATORS
PUBLISHING SERVICE (EPS)
P.O. BOX 3000
NASHUA, NH 03061
Michael Bates
603 889-8899

Ownership: School Specialty-100%

16) 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%

17) Vendor # 10126
EDMENTUM, INC DBA EDMENTUM
HOLDINGS, INC
5600 W. 83RD STREET., STE 300 8200
TOWER
BLOOMINGTON, MN 55437
Tom Bukowski
800 447-5286

Ownership: Edmentum Holdings-100%

18) Vendor # 99646
EDMODO, INC
1200 PARK PLACE, STE 350
SAN MATEO, CA 94403
Michelle Best
415 509-3162

Ownership: Net Dragon Websoft Holdings, Inc(23)
87.5%, Idea Gain Limited, 12.3%

19) Vendor # 16327
Ellevation, LLC
38 CHAUNCY ST, 9TH FLOOR
BOSTON, MA 02111
Leslie Randall
617 307-5755

Ownership: Edward Rice 10.15%, Jordan
Merones - 10.15%, Chris Gabrieli - 12.9%, 24)
Emerson Collective Investments, Llc - 19.86%,
Other - 46.94%

20) Vendor # 70047
ESPARK, INC
100 S State Street, Floor 4
CHICAGO, IL 60603
Jenny Sheridan
312 310-9527

Ownership: David Vinca-30%, Mapp, Llc-19%,
Mk Capital LI, L.P.-14.05%, Other-36.02%

21) Vendor # 17298
EXPLORELEARNING, LLC
17855 DALLAS PARKWAY, STE 400
DALLAS, TX 75287
Amy Otis
800 547-6747

Ownership: Cambium Learning Inc., 100%

22) Vendor # 16330
Focus Care, Inc. DBA FEV Tutor, Inc.
600 W. CUMMINGS PARK, STUIE 5000
WOBURN, MA 01801
Caitlin Powers
781 376-6931

Ownership: Andirudh Baheti - 100%

Vendor # 13240
HOUGHTON MIFFLIN HARCOURT
PUBLISHING COMPANY
1900 S BATAVIA AVENUE
GENEVA, IL 60134
Shawn Weirather
708 560-1457

Ownership: Houghton Mifflin Harcourt
Company - 100% Publicly Traded

Vendor # 97955
IMAGINE LEARNING, INC
191 RIVER PARK DR
PROVO, UT 84604
Joe Swenson
224 554-9260

Ownership: Weld North Education Llc - 100%
(Think Learning Products Removed From
Agreement)

25) Vendor # 23066
IXL LEARNING, INC
777 MARINERS ISLAND BLVD., STE 650
SAN MATEO, CA 94404
Jessica Blatnik
650 259-4200

Ownership: Paul Mishkin-75%, Other-25%

26) Vendor # 98586
K12 VIRTUAL SCHOOLS, LLC
2300 CORPORATE PARK DRIVE
HERNDON, VA 20171
Gregg Levin
703 483-700

Ownership: K12 Management Inc-100%
Interest Sole Member, K12 Inc-100% Interest
Parent Company

27) Vendor # 17302
LEARNING A-Z, LLC
17855 DALLAS PARKWAY, STE 400
DALLAS, TX 75287
Amy Otis
800 547-6747

Ownership: Lazel, Inc. - 100%

28) Vendor # 99625
LEARNZILLION, INC
5038 MACARTHUR BLVD. NW
WASHINGTON, DC 20016
Eric Westendorf
202 596-4631

Ownership: Dcm-20.89%, Owl
Ventures-14.77%, Oatv li, L.P.-11.60%,
Other-52.74%

29) Vendor # 27064
LEXIA LEARNING SYSTEMS, INC.
300 BAKER AVE., STE 320
CONCORD, MA 01742
Christopher Cook
978 405-6200

Ownership: Rosetta Stone- 100%

30) Vendor # 21757
MACKIN BOOK COMPANY DBA MACKIN
EDUCATIONAL RESOURCES
3505 COUNTY RD 42 WEST
BURNSVILLE, MN 55306
Teresa Henning
800 245-9540

Ownership: Kay M. Heise - 51%, Randal M.
Heise - 49%

31) Vendor # 16357
Mathspace, Inc
55 W. 8TH ST., SUITE 4D
NEW YORK, NY 10011
Daniel Tu-Hoa
718 510-7582

Ownership: Mathspace Ltd-100%

32) Vendor # 12230
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%

33) Vendor # 12588
MENTORING MINDS LP
ONE INTERNATIONAL PLACE, STE #1400
BOSTON, MA 02110
Jessica Goodman
800 585-5258

Ownership: Michael L. Lujan - 50%; MI Luian Enterprises Inc, Gen Partner -50%

34) Vendor # 67737
MIND RESEARCH INSTITUTE
111 ACADEMY STE 100
IRVINE, CA 92671
Andrew Coulson
888 751-5443

Ownership: Non-Profit

35) Vendor # 99564
NEWSELA INC
475 10th Ave 4th Floor
NEW YORK, NY 10018
Daniel Winston
855 711-0118

Ownership: Matthew Gross- 10%, Owl Ventures - 10%, Kpcb Holdings, Inc. - 10%

36) Vendor # 16385
Otus, LLC
900 N. MICHIGAN AVE. SUITE 1600
CHICAGO, IL 60611
Sam Spitz
740 602-2503

Ownership: Andrew Bluhm - 100%

37) Vendor # 17142
PARENTSQUARE INC
924 ANACAPA ST. STE 3R
SANTA BARBARA, CA 93101
Anupama Vaid
805 637-8381

Ownership: Anupama Vaid - 42.95%; Sohit Wadhwa - 19.20%; Linn Sillers - 14.40%, Other - 23.45%

38) Vendor # 35872
PEARSON EDUCATION, INC
PO BOX 2500
Lebanon, IN 46052
James Lippe
1-800 876-5507

Ownership: Pearson Education And Assessment, Inc. - 100%

39) Vendor # 46471
PEOPLES EDUCATION INC DBA MASTERY EDUCATION.
299 MARKET STREET., STE 240
SADDLE BROOK, NJ 07663
Kim Lanzilli
800 822-1080

Ownership: Calhoun Opportunities - 90%

40) Vendor # 16334
R & A Solutions, dba RANDA Solutions
5000 MERIDIAN BLVD., SUITE 400
FRANKLIN, TN 37067
Jim Reams
877 220-8838

Ownership: Privately Held

41) 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%, Other-21.8%

45) Vendor # 99425
SCOLAB, INC
2090 MOREAU STREET
MONTREAL, QC H1W 2M3
James McArthur
888 528-8878

Ownership: Carl Malartre-100%

42) Vendor # 88867
RALLY! EDUCATION LLC
22 RAILROAD AVE
GLEN HEAD, NY 11545
Fran Mure
516 671-9300

Ownership: Llc, Howard Berrent-50%; David
Steiner - 50%

46) Vendor # 24503
SOCIAL STUDIES SCHOOL SERVICE DBA
NYSTROM
10200 JEFFERSON BLVD.
CULVER CITY, CA 90230
Cindy Gosser
310 839-2436

Ownership: For Profit-David Weiner -25%,
Aaron Willis - 25%, Sanford Weiner - 25%,
Irwin Levin - 25%

43) Vendor # 16434
THE ROSEN PUBLISHING GROUP, INC.
29 E 21ST STREET
NEW YORK, NY 10010
Miriam Gilbert
800 237-9932

Ownership: Roger Rosen-100%

47) Vendor # 67326
SUNBURST DIGITAL, INC
3150 W. HIGGINS RD, STE 140
HOFFMAN ESATES, IL 60169
Dan Sladek
800 321-7511

Ownership: Sunergi Ventures -100%

44) Vendor # 96635
ROSETTA STONE LTD.
DEPT CH 19948
PALATINE, IL 60055-9948
Steve Quan
800 788-0822

Ownership: Rosetta Stone Inc-100%

48) Vendor # 42634
SUNTEX INTERNATIONAL INC.
3311 FOX HILL RD.
EASTON, PA 18042
Cynthia Anderson
610 253-5255

Ownership: Robert Sun - 50%

49) Vendor # 28975
TEACHER CREATED MATERIALS, INC
5301 OCEANUS DRIVE
HUNTINGTON BEACH, CA 92649
Whitney Smyser
800 858-7339

Ownership: Rachelle Cracchiolo - 70%,
Corinne Burton - 15%, Deanne Mendoza - 15%

50) Vendor # 18231
TEACHLEY LLC
56 MARX STREET
STATE ISLAND, NY 10010
Rachel Labreque
347 552-1272

Ownership: Rachel Labreque - 33.33%, Dana
Pagar - 33.33%, Kara Carpenter - 33.33%

51) Vendor # 47707
TEXTHELP INC
600 UNICORN PARK DRIVE
WOBURN, MA 01801
Karlene Feeney
630 450-1399

Ownership: Texthelp Ltd-100%

52) Vendor # 18229
THE CENTER FOR INTERNATIONAL
EDUCATION, INC DBA PARTICIPATE
201 SAGE ROAD, STE 200
CHAPEL HILL, NC 27515
Julie Keane
919 265-5173

Ownership: Alan Young - 38%, David B. Young
- 38%, Jane Tabor - 19%, Dr. Fred Young - 5%

53) Vendor # 34896
THE LEARNING INTERNET, INC., D/B/A
LEARNING.COM
1620 SW TAYLOR., STE 100
PORTLAND, OR 97205
Keith Oelrich
800 580-4640X464

Ownership: Educomp Solutions, Inc.- 55.71%,
Fa Private Equity Fund Iv, L.P.- 24%, Other -
23.42%

54) Vendor # 94819
THINKCERCA.COM INC
440 North Wells Street, Suite 720
CHICAGO, IL 60654
Abigail Ross
773 255-1928

Ownership: Follett School Solutions - 12%,
Eileen Murphy - 24%, Other- 64%

55) 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%

56) Vendor # 33867
VOYAGER SOPRIS LEARNING, INC
4185 SALAZAR WAY
FREDICK, CO 80504
Amy Otis
800 547-6747

Ownership: Cambium Learning, Inc. - 100%

57)

Vendor # 50382
WILLIAM H. SADLIER, INC
9 PINE STREET
NEW YORK, NY 10005-1002
Kevin O'Donnell
212 227-2120

Ownership: Frank Dinger-61%