



**SOFTWARE
AS A SERVICE SUBSCRIPTION AGREEMENT**

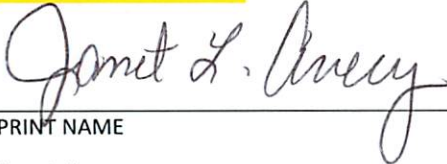

AUTHORIZED SIGNATURE

The undersigned hereby certifies that he/she has the authority to sign this Agreement.

IN WITNESS WHEREOF, the Parties have executed this SaaS Agreement on the day and in the year as set forth above.

CUSTOMER:

VENDOR:

AUTHORIZED SIGNATURE 	AUTHORIZED SIGNATURE 
PRINT NAME Janet Avery	PRINT NAME Sudhir Arora
TITLE Curriculum Director	TITLE Founder and CTO
DATE 8-26-2015	DATE August 18, 2015

Please return this signed SaaS Agreement along with completed purchase order to Edify Learning by fax, email, or postal mail.

Fax: (408) 654-7907
Attn: Edify Learning Client Relations

Email: info@edifylearning.com

Postal Mail: Edify Learning, LLC
Attn: Client Relations
900 E. Hamilton Avenue
Suite 100
Campbell, CA 95008



**SOFTWARE
AS A SERVICE SUBSCRIPTION AGREEMENT**

EXHIBIT B

FORM OF CHANGE ORDER

#	Description	
1.	Date of SaaS Agreement	
2.	Customer	
3.	Name of covered school(s) or department(s)	
4.	Effective Date of Change Order	
5.	Scope of Services and Proposed Change	Change from 1900 to 1700 Students
6.	Schedule	
7.	Charges	
8.	Charges payable terms	

ORDER FORM ACCEPTED BY:

CUSTOMER:

Jerome School District

By:

Janet L. Avery

Print name:

Janet L. Avery

Title:

Director of Curriculum

Date:

8/26/2015

VENDOR:

Edify Learning, LLC

By:

Print name:

Title:

Date:



SOFTWARE
AS A SERVICE SUBSCRIPTION AGREEMENT

EXHIBIT A: ORDER FORM

This Order Form is being executed and delivered pursuant to the SaaS Agreement defined above, the terms and conditions of which are hereby incorporated by reference.

Date of SaaS Agreement	August 18, 2015
Customer	Jerome School District #261
Name of covered school(s)	All In District
Effective Date of Order Form	September 1, 2015
Licensed Administrator(s) (Sec. 1.i):	Superintendent & Staff
License Term:	1 Year
Services:	<ol style="list-style-type: none"> 1) EdifyAssess™ Platform Installation with: Item/Test Creation, Test Scheduling and Distribution, Online Testing Application, Test Analysis Reporting Suite, EdifyStat™ 2) Edify Math, ELA, Science Item Banks 3) Edify Learning Platform Support 4) Progress Testing ReadBank® 5) Five (5) sessions of online staff training 6) One day of on-site training
Maximum Number of Users	<i>Jfa</i> 1700 Students
Price for Student User Access:	1,900 students for full year (teachers and staff: no charge)
Price for Training:	$\$5.00 \text{ per student} \times \overset{1700}{1900} \text{ students} = \del{\$9,500.00} \text{ } \$8500$
	\$1,000.00 (5 online sessions)
	\$2,500 for on-site training
Price for Installation, Initialization, and Canvas™ integration	

Final SaaS Agreement Pricing:	\$13,000.00
--------------------------------------	--------------------

ORDER FORM ACCEPTED BY:

PRIMARY CUSTOMER CONTACT Janet Avery	TITLE Director of Curriculum
PHONE 208-324-2392 x 1030	EMAIL janet.avery@jeromeschools.org
BILLING ADDRESS 125 4th Avenue West Jerome, ID 83338	SHIPPING ADDRESS Same
CUSTOMER AUTHORIZED SIGNATURE 	TITLE <i>Director Curriculum, Inst, & PD</i>
EDIFY LEARNING, LLC AUTHORIZED SIGNATURE	TITLE Founder and CTO