

PARTICIPATING ADDENDUM

The Partnership for Assessment of Readiness for College and Careers (PARCC) Operational Assessments

Master Price Agreement No: 40-000-13-00027
(hereinafter "Price Agreement")
administered by the State of New Mexico

NCS Pearson, Inc. (hereinafter "Contractor")
and
State of Ohio
Ohio Department of Education
(hereinafter "PARCC Governing State")

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1. **Scope:** This Participating Addendum is governed by the PARCC Operational Assessment Price Agreement led by the State of New Mexico for use by PARCC Governing State agencies, authorized by the Governing State's statutes to utilize Cooperative Purchasing, Joint Purchasing, Sole Source, or similar statutory authority to contract with Contractor for services provided pursuant to the Price Agreement, with the prior approval of the state's chief procurement official.
2. **Participation:** Use of specific cooperative contracts by agencies, political subdivisions and other entities (including cooperatives) authorized by an individual state's statutes to use Governing State contracts are subject to the prior approval of the respective State Chief Procurement Official. Issues of interpretation and eligibility for participation are solely within the authority of the State Chief Procurement Official.
3. **State of Ohio Terms and Conditions:** The State of Ohio Standard Contract Terms and Conditions accessed via this link shall apply to all sales and services under this Participating Addendum.
4. **Entire Agreement:** The contract between Contractor and the PARCC Governing State shall consist of the following documents:
 - a. PARCC Governing State Addendum Exhibits: The following documents are attached and incorporated herein:
 - i. [Exhibit A, Price Agreement, Scope of Work](#);
 - ii. [Redlined Technical Proposal](#);
 - iii. [SOW Attachment 1 and Appendix \(Liquidated Damages and Appendix of Deliverables\)](#); [SOW Attachment 2 \(Service Level Agreement\)](#);
 - iv. [SOW Attachment 3 \(Compensation\)](#);
 - v. [SOW Attachment 4 \(Payment Schedule\)](#);
 - vi. [State of Ohio Contract Number: CSP903215 PARCC Operational Assessments](#)
 - vii. Any subsequent executed amendments to the Price Agreement.
 - b. This PARCC Governing State Addendum.
5. **Estimated Annual Student Testing Volume:** The Governing States shall provide Contractor with Testing Commitments by grade, subject, and mode of testing, on the form provided as Addendum Exhibit 1, incorporated herein.
- *6. **Annual State Total Contract Value:** Based upon the Estimated Annual Student Testing Volume, the Annual State Total Contract Value, as defined in SOW Attachment 3, is estimated to be \$25,393,484.00 for Contract Year 1. The total value of Optional Services elected herein is estimated at \$254,109.00 for Contract Year 1. Annual State Total Values for Contract Years 2-4 will be submitted to the Contractor on or before June 1 for each Contract Year here after. The Governing State shall make a monthly payment pursuant to the terms of SOW Attachment 4.
 - o The estimated reduction for Contract Year 1 only, is based on no Ohio grade 3 students taking the ELA assessment in the Spring of 2015. Reduction is based on a \$5.27 per student savings (Table E of the New Mexico Price Agreement/SOW Attachment 3), for Ohio's committed volume level of 127,000 third grade students. Should a grade 3 student take ELA and Math in the Spring of 2015, the pricing in Table E of the New Mexico Price Agreement will apply in contract Contract Year 1.
 - o The estimated increase for Optional Services in Contract Year 1 only, is based on the need of additional Training services that may be required by ODE.

*Indicates change to the estimated Annual and estimated Optional Services total for Contract Year 1 only.

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7. Primary Contacts: The primary contact individuals for this Governing State Addendum are as follows (or their named successors):

Contractor

Name	NCS Pearson Inc.
Address	2510 North Dodge Street, Iowa City, IA 52245
Telephone	(319) 358-4360
Fax	(319) 339-6599
E-mail	anne.johnson@pearson.com

PARCC Governing State/Participating State (Entity)

Name	State of Ohio
Address	4200 Surface Road, Columbus, Ohio 43228
Telephone	(614) 644-6761
Fax	(614) 485-1056
E-mail	alice.ewing@das.ohio.gov

8. Order of Precedence: This Participating Addendum and the Master Price Agreement number 40-000-13-00027 (administered by the State of New Mexico) together with its statement of work, red lined technical proposal, and exhibits set forth the entire agreement between the parties with respect to the subject matter of all previous communications, representations or agreements, whether oral or written, with respect to the subject matter hereof. Terms and conditions inconsistent with, contrary or in addition to the terms and conditions of this Addendum and the Master Price Agreement, together with its exhibits, shall not be added to or incorporated into this Addendum or the Master Price Agreement and its exhibits, by any subsequent purchase order or otherwise, and any such attempts to add or incorporate such terms and conditions are hereby rejected. The terms and conditions of this Addendum and the Master Price Agreement and its exhibits shall prevail and govern in the case of any such inconsistent or additional terms within the Participating State.

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IN WITNESS WHEREOF, the parties have executed this PARCC Governing State Addendum as of the date of execution by both parties below.

PARCC Governing State:	Contractor:
By:	By:
Name:	Name: Anne Parmley
Title:	Title: Managing Director, National Assessment Services
Date:	Date: