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## AMENDMENT No. 2 OF PROFESSIONAL SERVICES CONTRACT

**THIS AMENDMENT** made as of the 28th day of December, 2022 in the Territory of the Virgin Islands, by and between the **Government of the Virgin Islands Department of Property and Procurement (GVI or VIDE)**, on behalf of the **Department of Education** (hereinafter referred to as "**Government**") of 1834 Kongens Gade, St. Thomas, U.S. Virgin Islands 00802 and **Cambium Assessment, Inc.** (hereinafter referred to as "**Contractor**" or "**CAI**") of 1000 Thomas Jefferson Street NW, Washington, D.C. 20007-3835

### WITNESSETH

**WHEREAS**, on September 30, 2010, the Virgin Islands Standards, Assessment and Accountability Initiative Policy Committee unanimously voted to approve the adoption of the new Common Core State Standards ("CCSS"); thus, VIDE became an affiliate member of the Smarter Balanced Assessment Consortium ("SB" or "Consortium") and began to pilot the Smarter Balanced CCSS assessments during the 2013-2014 School Year; and

**WHEREAS**, as a member state of the Consortium, the Department entered into a Multi-Agency Assessment Cooperative ("MAAC") in February of 2014, a procurement group initiative comprising of six (6) United States Department of Education of the States of Idaho, Hawaii, South Dakota, Washington, West Virginia and the Virgin Islands to solicit and evaluate qualified bids intended to support each agency with its transition to the Smarter Balanced Assessments; and

**WHEREAS**, American Institute for Research in the Behavioral Sciences, Inc. ("AIR") was selected as the successful bidder for a five-year (5) year award for services solicited under Request for Proposals number MAAC RFP NO 2014-09 in accordance with Title 31 V.I.C. Section 239(a)(4) and was approved by the Government on September 30, 2014, under Memorandum of Understanding and Agreement No. GC077DOE14; and

**WHEREAS**, on October 24, 2014, the Government executed Contract No. PC058DOE15 and subsequently P028DOET19 on March 29, 2019, for AIR to provide support for the implementation, operation, and delivery of Summative and Interim Assessments built with the Smarter Balanced Assessment (SBA) blueprints in Mathematics ("Math") and English Language Arts ("ELA"); and

**WHEREAS**, American Institute for Research in the Behavioral Sciences, Inc. ("AIR") was once again selected as the successful bidder under Request for Proposals number MAAC RFP NO 2019-013 solicited on December 18, 2018, in accordance with Title 31 V.I.C. Section 239(a)(4); and

**WHEREAS**, on December 31, 2019, CAI and AIR executed a Bill of Sale, Assignment, and Assumption Agreement for CAI to acquire the assessment division of AIR and assume the



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rights of all existing contracts within that Division which is responsible for administering the services.

**WHEREAS**, through Contract No. **P054DOET21** approved by the Governor on March 2, 2021 and its **Amendment No.1 P052DOET22** approved by the Governor on January 28, 2022 (which constitute and is hereinafter referred to as the “Contract”), the Government contracted with Contractor to provide support for the online administration, scoring, and reporting of Grades 3<sup>rd</sup> - 8<sup>th</sup> and 10<sup>th</sup>-11<sup>th</sup> Summative and Interim Assessments built with the Smarter Balanced assessment blueprints in Mathematics (“Math”) and English Language Arts (“ELA”) as well as Next Generation Science Assessment in Grades 5<sup>th</sup>, 8<sup>th</sup>, and 11<sup>th</sup>; and

**WHEREAS**, the Contract expires pursuant to its terms on December 31, 2022; and

**WHEREAS**, the parties desire to amend the Contract, to change the Scope of Work in Addendum I to include smarter balance summative and interim assessments and next generation science standards assessment for the 2022-2023 school year, extend the contract term for an additional twelve (12) months, and to increase the compensation by **Four Hundred Ninety-Two Thousand, Four Hundred Thirty-Seven Dollars and Ninety-Four Cents (\$492,437.94)**; and

**NOW THEREFORE**, for mutual and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

### **TERMS AND CONDITIONS**

1. Paragraph No. 2 Term and effective date is hereby amended and its term extended by twelve (12) months by deleting all of the existing language contained therein and replacing it with new language as follows:

“The term of this Contract shall be from January 1, 2021 to December 31, 2023. Upon the date of execution of this Contract by the Governor of the U.S. Virgin Islands, this Contract shall become effective for the Term set out herein. The Government in its sole discretion, shall have the option to renew this Contract for one (1) additional, twelve (12) month period subject to the same terms noted herein, by providing the Contractor with sixty (60) days written notice of the Government’s election to renew.

2. Paragraph No. 3 – Compensation is hereby amended to increase the compensation by **Four Hundred Ninety-Two Thousand, Four Hundred Thirty-Seven Dollars and Ninety - Four Cents (\$492,437.94)** for a total amount not to exceed **One Million, Six Hundred Forty-One Thousand, Three Hundred Twenty-Four Dollars and Thirty-Six Cents (\$1,641,324.36)** by deleting all of the existing language contained therein and replacing it with new language as follows:



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“The Government, in consideration of the satisfactory performance of the services described in Second Amended Addendum I (Second Amended Scope of Services) agrees to pay Contractor the sum not to exceed **One Million, Six Hundred Forty-One Thousand, Three Hundred Twenty-Four Dollars and Thirty-Six Cents (\$1,641,324.36)** in accordance with the provisions set forth in Second Amended Addendum II (Second Amended Compensation) attached hereto and made a part of this Contract.”

3. Amended Addenda I and II of the Contract are revised by deleting all terms contained therein and inserting in lieu thereof all of the terms contained in the Second Amended Addendum I (Second Amended Scope of Services) and Second Amended Addendum II (Second Amended Compensation) attached hereto as Exhibit “A”.
4. This Amendment is subject to the approval of the Governor of the Virgin Islands and to the appropriation and availability of funds.
5. Paragraph No. 21 is amended to state the following:

“Any notice required to be given by the Terms of this Contract shall be deemed to have been given when the same is sent by certified mail, postage prepaid or personally delivered, addressed to the parties as follows:

### GOVERNMENT

Anthony D. Thomas  
Commissioner  
Department of Property and Procurement  
8201 Sub Base, Suite 4  
St. Thomas, U.S. Virgin Islands 00802

Dionne Wells Hedrington, Ed. D.  
Commissioner  
Department of Education  
1834 Kongens Gade  
St. Thomas, U.S. Virgin Islands 00802

Monica Bell  
Sr. Contracts Manager  
Cambium Assessments, Inc.  
1000 Thomas Jefferson Street NW  
Washington, DC 20007-3835”



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6. Except as expressly amended in this Amendment, all terms of the Contract and Amendment No. 1 remain in full force and effect.

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IN WITNESS WHEREOF, the Parties have hereunto set their hands on the day and year first above written.

**WITNESSES**

**GOVERNMENT OF THE VIRGIN ISLANDS**

[Signature]

Dionne Wells Hedrington  
Dionne Wells Hedrington, Ed. D.  
Commissioner Designee  
Department of Education

12/20/2022

Date

[Signature]

Anthony D. Thomas  
Anthony D. Thomas, Commissioner  
Department of Property & Procurement

12/22/2022

Date

**CONTRACTOR**

Monica Bell

Christopher Lowe  
Christopher Lowe, Sr. Director of Contracts  
Cambium Assessment, Inc.

12/19/2022

Date

Christopher Lowe

Monica Bell  
Monica Bell, Sr. Contracts Manager  
Cambium Assessment, Inc.

12/19/2022

Date

(Corporate seal, if Contractor is a Corporation)

APPROVED/ DISAPPROVED:

[Signature]

Date: 12-28-22

**Honorable Albert Bryan Jr.**  
GOVERNOR OF THE VIRGIN ISLANDS

APPROVED AS TO LEGAL SUFFICIENCY

DEPARTMENT OF JUSTICE BY: [Signature] Date 12/28/2022  
Assistant Attorney General

PURCHASE ORDER NO. \_\_\_\_\_