AMENDMENT NUMBER THREE
TO A CONTRACTUAL AGREEMENT
BETWEEN
THE ILLINOIS STATE BOARD OF EDUCATION ("ISBE")
AND
REGIONAL OFFICE OF EDUCATION #20/HARRISBURG PROJECT ("Contractor")

THIS AMENDMENT NUMBER THREE TO A CONTRACTUAL AGREEMENT (this "Amendment") is entered into by and between ISBE and the Contractor (collectively, the "Parties", and each, a "Party"), under the authority of the Illinois Procurement Code, 30-ILCS 500 et seq. In view of the mutual covenants herewith contained, the Parties hereby agree as follows:

WHEREAS, the Parties entered into that certain Contractual Agreement effective July 1, 2006 for the purpose of enabling ISBE to meet its obligations under the Individuals with Disabilities Education Act (IDEA) (P.L. 108-446) (Individuals with Disabilities Act of 2004) regarding the management of special education data and information by the Contractor developing, operating, maintaining and supporting a web-based software application allowing school districts and special education cooperative to manage (e.g., input, use and transmit to ISBE) data on students with disabilities and special education personnel (the "Agreement");

WHEREAS, the Parties duly amended the aforementioned Contractual Agreement on June 22, 2007 ("Amendment One"), extending the Agreement through June 30, 2008 and increasing the maximum amount payable under the Agreement to $1,348,248 (the Contractual Agreement, as amended by the foregoing amendments, is hereafter referred to as the "Agreement");

WHEREAS, the Parties duly amended the aforementioned Contractual Agreement on June 30, 2008 ("Amendment Two"), extending the Agreement through June 30, 2009 and increasing the maximum amount payable under the Agreement to $2,083,248 (the Contractual Agreement, as amended by the foregoing amendments, is hereafter referred to as the "Agreement");

WHEREAS, the Parties wish to amend the Agreement to extend the Term from July 1, 2009 through June 30, 2010 and increase the maximum amount payable under the Agreement to $2,828,973.00; and

WHEREAS, the Parties agree that this Amendment is in the best interest of ISBE and authorized by law.

NOW THEREFORE, BE IT RESOLVED:

1. Pursuant to Paragraphs 2 and 12(b) of the Agreement, the Parties hereby amend the Agreement as follows:
• Exhibit A-3 (attached hereto) adds additional detail to Exhibit A in terms of Services to be provided during the period from July 1, 2009 through June 30, 2010, and is hereby incorporated in the Agreement.

• Paragraph 2 is amended such that the end date of the Term is extended through June 30, 2010 (unless terminated earlier pursuant to the terms of the Agreement).

• Paragraph 3(a) is amended to (i) increase the maximum amount payable by ISBE under this Agreement to $2,828,973 (with a maximum amount of $745,725 payable for the period from July 1, 2009 through June 30, 2010); and (ii) during the period from July 1, 2009 through June 30, 2010, payments will be made in accordance with Exhibit C-3 (attached hereto), which amends Exhibits C, C-1, and C-2 and is hereby incorporated into the Agreement.

• Paragraph 3(c) is amended only insofar as (i) an initial payment to the Contractor of $124,500 will be processed July 1, 2009, pending appropriation for fiscal year 2010, followed by monthly invoices per Exhibit C-3; and (ii) Contractor must submit claims for any Services completed from July 1, 2009 through June 30, 2010 by July 15, 2010 and any sums owing to Contractor for Services performed or costs incurred not so claimed by Contractor shall not thereafter be claimable.

• Paragraph 12(a) shall be amended such that Mr. Darrell Snedecor is removed as Contractor's contact person and Ms. Debra Stubbs is named Contractor’s contact person.

• Paragraph 12(m) is amended such that key persons Darrell Snedecor and L. Absher are removed, and key persons C. Tuttle, L. Henshaw, and J. Lane are added. All other named key persons remain the same.

2. Except as otherwise specifically set forth in the Amendment, all other terms and provisions of the Agreement shall remain the same and continue in full force and effect. The Parties agree upon execution of this Amendment, it shall become a binding and integral part of the Agreement.

In compliance with P.A. 90-452, amending 30 ILCS 105/9.02(a), the contract is hereby approved by the State Superintendent of Education, ISBE’s Chief Financial Officer, and ISBE’s General Counsel.
IN WITNESS WHEREOF, the Parties have executed this Amendment as of the day and year first written below.

Illinois State Board of Education

State Superintendent of Education
CHRISTOPHER A. KOCH

Chief Financial Officer
LINDA MITCHELL

General Counsel
DARREN REISBERG

Regional Office of Education #20/
Harrisburg Project

By:
LAWRENCE D. FILLINGIM, REG. SUPT. OF ED.

Date
6/23/09

Date
6/18/09

Date
6/30/09

Date
9/28/09
**Director: Debra Stubbs**

Administration:

- **Activity Coordinator:** Plan, organize, direct, and evaluate the overall plan of action for achieving the various objectives of the project. Supervise and coordinate software development, customization, client support, and training teams.

- **Annual budget:** Create contract application and any necessary amendments. Allocate and monitor the disbursement of contract funds. Prepare monthly invoice for ISBE with allocations of time spent on various activities.

- **Personnel Management:** Interview, recruit, hire and orient new employees. Create and manage employment and benefit day policies. Prepare and monitor monthly staff timesheets. Conduct job evaluations of all staff.

- **Promote our products and services:** Coordinate all informational and marketing activities. Act as liaison with ISBE Department of Special Education and Division of Funding and Disbursement staff to determine and schedule production of products and services. Conduct monthly conference calls with ISBE. Attend state-wide conferences as needed.

- **Hardware Team:** Maintain the office environment in good working order. Procure necessary equipment and supplies to support all activities required for achieving our objectives.

Customization Development: Provide custom solutions for clients via R&R reports, Excel Pivot Table reports, Microsoft Office, and Adobe PDF. Design, create, implement, enhance, and maintain components for in-house software applications.

Customization Team: Participate on the Customization Team to give & receive input concerning custom solutions for clients.

- **iePoint> VFP Development:** Design, create, implement, enhance, and maintain components of the VFP-based versions of iePoint>.

- **iePoint> Web Development:** Design, create, implement, enhance, and maintain components of the web-based versions of iePoint>.

Developer Team: Participate on the Developer Team to give & receive input concerning the development of iePoint> and web applications.

Client Support Team: Participate and monitor the activities of the client support team.

Training I.P.R. Team: Participate and monitor the activities of the training team.

**Website Management:** Participate and monitor the activities of website management.

**Shared Resource as needed:** Acts as shared resource in development, certification, trouble shooting, client support, and maintenance as needed for services and products provided by Harrisburg Project.
Lead Systems Analyst: Amanda Pennell

**iePoint > VFP Development:** Lead **iePoint >** VFP developer. Design, create, implement, enhance, and maintain components of the VFP based versions of **iepoint >**. Develop installation packages for **iePoint >** and maintain older versions of our software.

**iePoint > Web Development:** Lead developer of web-based **iepoint >** system. Design, create, implement, enhance, and maintain components of the web-based versions of **iePoint >**.

**Web Apps:** Design, create, enhance and maintain web applications using Visual Studio. Utilize VFP and SQL databases and free tables to populate ASP and ASP.NET controls. Maintain existing web applications written with Visual FoxPro and Web Connect.

**Developer Team:** Lead Developer Team, plan team meetings, delegate tasks, monitor results. Analyze input from trainers, support staff, clients and ISBE to implement pertinent code changes and improvements in our products. Give & receive input concerning the development of **iePoint >** and web applications.

**Hardware Team:** Participate in monthly Hardware Team meetings. Provide help in keeping the office physical plant in good working condition. Provide recommendations about appropriate hardware to meet individual and project-wide needs.

**Shared Resource as needed:** Act as shared resource in development, certification, trouble shooting, client support, and maintenance as needed for services and products provided by Harrisburg Project.
 Systems Analyst: Matt Pennell

**iePoint** > VFP Development: Design, create, implement, enhance, and maintain components of the VFP-based versions of **iePoint**. Primary focus on Notice & Consent and IEP portions of **iePoint**.

Data Conversions: Produce custom data solutions for clients to address data corruption, ISBE code changes, importing data from another source, district consolidation/annexation, and site reconfigurations.

**iePoint** > Web Development: Design, create, implement, enhance, and maintain components of the web-based versions of **iePoint**.

**ieWeb** and Common Data: Support field-connectivity for electronic file transfers. Create update packages for **iePoint** and related software and custom packages to solve specific issues and deliver them via Common Data.

Web Apps: Design, create, enhance and maintain web applications using Visual Studio. Utilize VFP and SQL databases and free tables to populate ASP and ASP.NET controls. Maintain existing web applications written with Visual FoxPro and Web Connect.

Developer Team: Participate on the Developer Team to give & receive input concerning the development of **iePoint** and web applications.

Customization Development: Provide custom solutions for clients via R&R reports, Excel Pivot Table reports, Microsoft Office, VFP/Visual Studio and Adobe PDF.

Customization Team: Participate on the Customization Team to give & receive input concerning custom solutions for clients.

Website Management: Act as primary publisher to design, create, implement, enhance, and maintain components of the website. Review website to suggest changes to staff and implement any desired changes. Responsibility for primary website management will be passed to Stacy Butler over the next several months.

Hardware Team: Participate in monthly Hardware Team meetings. Provide help in keeping the office physical plant in good working condition. Provide recommendations about appropriate hardware to meet individual and project-wide needs.

Shared Resource as needed: Act as shared resource in development, certification, trouble shooting, client support, and maintenance as needed for services and products provided by Harrisburg Project.
**Systems Analyst: Adam Morton**

**ISBE Data Transmissions:** Ensure the secure transfer of all *lePoint* and *NetCheck* special education data to our website. Implement and maintain Harrisburg Project's *Transend* software which is used to consolidate, document, archive and transmit client data to ISBE. Monitor progress of all data transmissions and take all steps necessary to ensure that data reaches ISBE error-free and on time.

**Spinet Web Development:** Lead developer of web-based Surrogate Parent system (*Spinet*) which is used by ISBE and other facilities. Design, create, implement, enhance, and maintain all components of Spinet. Communicate with ISBE on needed changes and provide client support for Spinet as needed.

**ieWeb and Common Data:** Support field-connectivity for electronic file transfers. Monitor server activity, propagate data from ISBE to clients regarding LEAs, Private Facilities, etc. Create update packages for *lePoint* and related software and custom packages to solve specific issues and deliver them via Common Data.

**Web Apps:** Design, create, enhance and maintain web applications using Visual Studio. Utilize VFP and SQL databases and free tables to populate ASP and ASP.NET controls. Maintain existing web applications written with Visual FoxPro and Web Connect.

**lePoint Web Development:** Design, create, implement, enhance, and maintain components of the web-based versions of *lePoint*.

**Developer Team:** Participate on the Developer Team to give & receive input concerning the development of *lePoint* and web applications.

**Hardware Team:** Participate in monthly Hardware Team meetings. Provide help in keeping the office physical plant in good working condition. Provide recommendations about appropriate hardware to meet individual and project-wide needs.

**Shared Resource as needed:** Act as shared resource in development, certification, trouble shooting, client support, and maintenance as needed for services and products provided by Harrisburg Project.
Report and Custom Solution Developer: Sarah Noelle

System Report & Document Development: Using R&R as a report generator, create, update, and maintain all system reports inside iePoint, Master File reports, and Web reports for Supersites. These reports are reviewed daily and new reports added to meet the needs and demands of the clients. Using Word and Adobe PDF, create, update, and maintain all system Notice & Consent and IEP documents.

Customization Development: Provide custom solutions for clients via R&R reports, Excel Pivot Table reports, Microsoft Office, VFP/Visual Studio and Adobe PDF.

Customization Team: Leader of the Customization Team. Coordinate and analyze activities concerning custom solutions for clients.

iePoint > VFP Development: Design, create, implement, enhance, and maintain components of the VFP-based versions of iePoint. Primary focus on Custom Solutions.

Data Conversions: Produce custom data solutions for clients to address data corruption, ISBE code changes, importing data from another source, district consolidation/annexation, and site reconfigurations.

iePoint > Web Development: Design, create, implement, enhance, and maintain components of the web-based versions of iePoint. Primary focus on Custom Solutions.

Web Apps: Design, create, enhance and maintain web applications using Visual Studio. Utilize VFP and SQL databases and free tables to populate ASP and ASP.NET controls. Maintain existing web applications written with Visual FoxPro and Web Connect.

Developer Team: Participate on the Developer Team to give & receive input concerning the development of iePoint and web applications.

Shared Resource as needed: Act as shared resource in development, certification, trouble shooting, client support, and maintenance as needed for services and products provided by Harrisburg Project.
Technology Coordinator & Client Support:

John Lane

Hardware Team Leader of Hardware team. Conduct monthly Hardware team meetings to review needs and report progress. Monitor and repair all serviceable hardware so that all needs are met. Overseer the installation of new hardware, repair of defective hardware and assist staff with hardware and software issues. Maintain inventory of all hardware, serial numbers, and maintenance agreements.

Software Maintenance: Keep all application software versions current on networks and local computers. Maintain inventory of all application software versions, serial numbers, expiration dates, and maintenance agreements.

Network Administrator: Keep all server and workstation application software versions current and perform routine workstation maintenance.
- Maintain the workgroup and user profiles.
- Check backup status daily.
- Monitor security / anti-virus status of all computers including our firewall and DMZ.
- Oversee email server and ensure our Merak Mail System is operational and functioning properly.
- Maintain web servers including renewal of SSL certificate and maintenance of IIS.
- Maintain the server operation of our Adobe Connect Application Service which allows our training staff to offer interactive video training for clients.
- Setup and maintain the operations of our VPN and Terminal Services and provide assistance to clients who are running these processes.

Client Support: Act as primary contact for any difficult issues regarding the installation and operation of our software. Respond to questions and concerns via telephone, email, ACE, Remote Desktop, and Newsbriefing articles. Collect and prioritize input from clients. Create, implement, and document solutions given to clients.

Client Support Team Participate on the Client Support Team to give & receive input concerning client support issues for clients.

Shared Resource as needed: Act as shared resource in development, certification, trouble shooting, client support, and maintenance as needed for services and products provided by Harrisburg Project.
Lead Trainer & Website Editor: Stacy Butler

Training and Staff Development: Training Team leader. Delegate and monitor functions and training related activities. Prepare for trainings including determining the type of training (on-site, online, classroom), scheduling a location for the setting, preparing all training materials, making travel arrangements, and traveling to the specific location to deliver the training. Assemble training resources for clients and staff.

Public Relations: Acts as liaison between HBUG, ISBE, and our client base. Communicate client suggestions for our products to HBUG & ISBE that will improve their management of Special Education data. Conduct Harrisburg User Group meetings (HUGs) three times a year to facilitate communication between HBUG and our clients. Attend and present at conferences (IAASE, Superintendent's and Director's Conference) to promote services offered by Harrisburg Project and ISBE.

Website Management: Lead Designer of HBUG website. Collect, organize, and edit website content to ensure that it is relevant. Work with Matt Pennell as needed and begin updating website using Microsoft Expression Web.

Client Support: Secondary responder to incoming client support telephone calls. Review client questions/concerns and attempt to provide the expertise (or connect them to the expertise needed) to solve the issue.

Shared Resource as needed: Act as shared resource in development, certification, trouble shooting, client support, and maintenance as needed for services and products provided by Harrisburg Project.
Trainer I Report Developer & Client Support:
Lindsey Henshaw

Training and Staff Development: Provide training and promotional activities to clients via classroom training, on-site training, online training, HUGs, and conferences.

Training IPR Team: Participate on the Training IPR Team to give & receive input concerning training needs for clients.

IEP Point Person: Primary contact for Notice & Consent and IEP questions. Promote the IEP portion of iepoint> by monitoring weekly IEP usage and by making courtesy calls.

System Report & Document Development: Using R&R as a report generator, create, update, and maintain all system reports inside iepoint>, Master File reports, and Web reports for Supersites. These reports are reviewed daily and new reports added to meet the needs and demands of the clients. Using Word and Adobe PDF, create, update, and maintain all system Notice & Consent and IEP documents.

Customization Development: Provide custom solutions for clients via R&R reports, Excel Pivot Table reports, Microsoft Office, and Adobe PDF.

Customization Team: Participate on the Customization Team to give & receive input concerning custom solutions for clients.

Client Support: Secondary responder to incoming client support telephone calls. Review client questions/concerns and attempt to provide the expertise (or connect them to the expertise needed) to solve the issue. Provide clients support for training issues.

Client Support Team: Participate on the Client Support Team to give & receive input concerning client support issues for clients.

Software Maintenance: Keep all application software versions current; perform routine hard drive maintenance and backup.

Shared Resource as needed: Act as shared resource in development, certification, trouble shooting, client support, and maintenance as needed for services and products provided by Harrisburg Project.
Lead Client Support Specialist: Diane Grisham

Client Support: Primary responder to incoming client telephone calls and e-mail. Prioritize calls and e-mail according to content and time received. Provide expertise immediately or research client support logs, ISBE manuals, ISBE staff, ISBE memos or other documentation to provide solution in a courteous and timely manner. Monitor and delegate client support logs as needed. Evaluate client support logs for trends and report to appropriate staff. Provide article(s) for weekly Newsbriefing with answers to frequently asked questions or information pertinent to current client activities.

Client Support Team: Leader of Client Support Team. Conduct weekly meetings to give & receive input concerning client support issues for clients. Delegate tasks as necessary to other team members on client support issues.

Training & Staff Development: Prepare and provide on-demand instruction for usage of software, web applications, manuals, and other documentation in response to clients support calls and e-mail. Develop and conduct Training Works Online! Sessions and create Captivate Videos as needed in order to meet client demand regarding current issues at hand.

Training I P.R. Team: Participate on the Training / P.R. Team to give & receive input concerning training needs for clients.

Shared Resource as needed: Act as shared resource in development, certification, trouble shooting, client support, and maintenance as needed for services and products provided by Harrisburg Project.
Client Support Specialist: Cheryl Tuttle

Client Support: Primary responder to incoming client telephone calls and e-mail. Prioritize calls and e-mail according to content and time received. Provide expertise immediately or research client support logs, ISBE manuals, memos or other documentation to provide solution in a courteous and timely manner. Monitor and delegate client support logs as needed. Evaluate client support logs for trends and report to appropriate staff. Provide article(s) for weekly Newsbriefing with answers to frequently asked questions or information pertinent to current client activities.

Backup Client Support: Provide client support as necessary for iLeaf, HBug Forum, IEPs, and Spinet.

Client Support Team: Participate on the Client Support Team to give & receive input concerning client support issues for clients.

Training & Staff Development: Prepare and provide on-demand instruction for usage of software, web applications, manuals, and other documentation in response to clients support calls and e-mail. Develop and conduct Training Works Online! Sessions and create Captivate Videos as needed in order to meet client demand regarding current issues at hand.

Training I P.R. Team: Participate on the Training I P.R. Team to give & receive input concerning training needs for clients.

Shared Resource as needed: Act as shared resource in development, certification, trouble shooting, client support, and maintenance as needed for services and products provided by Harrisburg Project.
**Project Assistant: Linda Sutton**

**Client Support:** Answer the 800 client support line, create an Event Number and record the substance of the call in the Client Support log. Give Client Support log to appropriate staff for a return call back. Put weekly HBUG News Briefing together. Maintain accurate client information in Common Data Management System.

**Fiscal Services:** Make P.O.s for all purchases and all billings for the Harrisburg Project. Invoice clients for scheduled trainings and process their payments. Track inventory of all software and equipment in cooperation with Technology Coordinator. Maintain staff benefit days. Act as liaison with our Fiscal Agent.

**Data Protection:** Distribute daily hack-up tape for backing-up all systems and verify tape backup worked and record date of back-up. Schedule and monitor daily employee responsibility for off-premise storage of the back-up tapes.

**Training & Staff Development:** Help Harrisburg Project trainers with any scheduling for client on-sites or classroom trainings. Prepare and duplicate training handouts. Process Harrisburg User Group (HUG) email registrations. Process classroom training registrations.

**Shared Resource as needed:** Act as shared resource in development, certification, trouble shooting, client support, and maintenance as needed for services and products provided by Harrisburg Project.
# EXHIBIT C-3
## PAYMENT SCHEDULE

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