

CONTRACT AMENDMENT NUMBER 1

I. PARTIES

This Amendment to the above-referenced Original Contract (hereinafter called the Contract) is entered into by and between SimplyDigi.com, Inc., P.O. Box 90157, Albuquerque, New Mexico 87199-0157 (hereinafter called Contractor), and the State of Colorado (hereinafter called the State) acting by and through the Colorado Department of Education (hereinafter called CDE), 201 East Colfax, Denver, Colorado 80203.

II. EFFECTIVE DATE AND ENFORCEABILITY

This Amendment shall not be effective or enforceable until it is approved and signed by the Colorado State Controller or designee (hereinafter called the Effective Date). The State shall not be liable to pay or reimburse Contractor for any performance hereunder including, but not limited to, costs or expenses incurred, or be bound by any provision hereof prior to the Effective Date.

III. FACTUAL RECITALS

The Parties entered into the Contract to provide a secure web-based workforce registry and course management system to be utilized by early childhood professionals in Colorado. The purpose of this Amendment is to add detail to the Contract deliverables.

IV. CONSIDERATION-COLORADO SPECIAL PROVISIONS

The Parties acknowledge that the mutual promises and covenants contained herein and other good and valuable consideration are sufficient and adequate to support this Amendment. The Parties agree to replacing the Colorado Special Provisions with the most recent version (if such have been updated since the Contract and any modification thereto were effective) as part consideration for this Amendment.

V. LIMITS OF EFFECT

This Amendment is incorporated by reference into the Contract, and the Contract and all prior amendments thereto, if any, remain in full force and effect except as specifically modified herein.

VI. MODIFICATIONS

The Amendment and all prior amendments thereto, if any, are modified as follows:

A. The Deliverables and Payment table in Paragraph VIII, shall be deleted and replaced with the following table:

CONTRACTOR DELIVERABLES	TIMELINE	PAYMENT DETAIL	COST (not to exceed)
1. Project Launch Activities: <ul style="list-style-type: none"> - Project launch meetings in Denver - One time site setup fee - SSL Wild Card - Project management - 5,500 User license level 2 and pilot - Admin/course creator support 	February 21, 2014	 <div style="text-align: right; padding-right: 40px;">\$3,000</div> <div style="text-align: right; padding-right: 40px;">\$2,467</div> <div style="text-align: right; padding-right: 40px;">\$3,000</div> <div style="text-align: right; padding-right: 40px;">\$20,000</div> <div style="text-align: right; padding-right: 40px;">\$57,750</div> <div style="text-align: right; padding-right: 40px;">\$3,000</div>	\$89,217
2. Professional Development Information System Design Phase	March 7, 2014		\$15,000

CONTRACTOR DELIVERABLES	TIMELINE	PAYMENT DETAIL	COST (not to exceed)
Requirements document and first cycle of the Project Management Work Plan. : On delivery of documentation			
3. Competency Components <ul style="list-style-type: none"> a. CDE Competency - Occupation (Job Role) Data and Object Model b. Competency - Occupation Categories (Job Groups to Colorado) data and object model c. CDE Competency - Create Academic Degree, Institutions, and Area of study Data and Object Model d. CDE Competency - Create Work/Job Experience Data and Object Model e. CDE Competency - Competency Domains / Competency Categories data and object model f. CDE Competency - Finish the competency data and object model and take Colorado's rules into account 	April 2014		\$17,805.50
4. Phase 1 Level 2 deployment of courseware activated	February 14, 2014		Milestone
5. Competency User Interface (UI) <ul style="list-style-type: none"> a. UI Competency Domains / Competency Categories 	May 2014		\$17,805.50

CONTRACTOR DELIVERABLES	TIMELINE	PAYMENT DETAIL	COST (not to exceed)
<ul style="list-style-type: none"> b. UI Competencies c. CDE Imports - Ongoing d. Self-Assessment (UI, object model and data model) 			
<p>6. Registration, Occupation, Academic Degree User Interface (UI)</p> <ul style="list-style-type: none"> a. UI Occupation (Job Role) b. UI User Registration - Associate Occupation(s) with a user c. UI Academic Degree, Institutions, and Area of study d. UI Work/Job Experience e. UI Occupation Category (Job Group) f. UI User Registration - Associate Occupation(s) with a user g. UI User Registration - Associate Formal Education Items with a user h. UI User Registration – Associate Scholarship Opportunities with a user i. UI User Registration - Associate Work/Job Experience with a User j. User Metadata to support "Registry" functionality - Data 	June 2014		\$17,805.50

CONTRACTOR DELIVERABLES	TIMELINE	PAYMENT DETAIL	COST (not to exceed)
and object model			
7. Credential User Interface (UI) and Course Tags a. PDP and Credentialing (student side) (UI, object model and data model) b. Credentialing (admin side) (UI, object model and data model) c. Course Tags (UI, Data Model, and Object Model)	July – August 2014		\$17,805.50
8. Student Reports a. Reports - Students - My Self- Assessment Results Report b. Reports - Students - My Self- Assessment Results Report c. Reports - Students - Individual Professional Development Goal Report d. Reports - Students - Professional Credential Opportunities Report	September 2014		\$17,805.50
9. Administrative Reports and Permissions a. Reports - Students - Early Childhood Professional Profile Report b. Reports - Program Directors - QRIS Conformance Report c. Reports - CDE - Write in Academic Degrees	October 2014		\$17,805.50

CONTRACTOR DELIVERABLES	TIMELINE	PAYMENT DETAIL	COST (not to exceed)
<ul style="list-style-type: none"> d. Reports - CDE - Write in Academic Institutions e. Reports - CDE - Workforce Competency f. Merge Occupations we currently have in the system used for Licenses and Course Credits with Competency occupations g. UI and Permission Tweaks 			
<p>10. Data Imports and Integration</p> <ul style="list-style-type: none"> a. Automated interfaces b. SSO, Ecommerce c. Data systems integration to include, but not be limited to, TRAILS/CCCLS, d. Quality Rating Improvement System (QRIS), RISE, CDPHE, Early Intervention Database, Oracle Identity Management System 	November 2014		\$24,850
<p>11. Phase IV: Pilot of PDIS: Develop process for testing and feedback; train professional development staff to manage pilot</p> <ul style="list-style-type: none"> a. Trainer Approval b. Training Approval 	<p>To be determined by CDE</p> <p>To be determined</p> <p>To be determined</p>		

CONTRACTOR DELIVERABLES	TIMELINE	PAYMENT DETAIL	COST (not to exceed)
12. Phase V: Full launch and Maintenance: Annual user fees Enterprise -50,000 users, including administrative and Course Creator technical support and interface, single sign on and annual maintenance.	To be determined based on deliverables 3 to 11	\$133,00 annually for 2015 and 2016	\$266,000
TOTAL			\$501,900

VII. START DATE

This Amendment shall take effect on the later of its Effective Date or June 16, 2014.

VIII. ORDER OF PRECEDENCE

Except for the Special Provisions, in the event of any conflict, inconsistency, variance, or contradiction between the provisions of this Amendment and any of the provisions of the Contract, the provisions of this Amendment shall in all respects supersede, govern, and control. The most recent version of the Special Provisions incorporated into the Contract or any amendment shall always control other provisions in the Contract or any amendments.

IX. AVAILABLE FUNDS

Financial obligations of the state payable after the current fiscal year are contingent upon funds for that purpose being appropriated, budgeted, or otherwise made available.

THE PARTIES HERETO HAVE EXECUTED THIS AMENDMENT

Persons signing for Contractor hereby swear and affirm that they are authorized to act on Contractor's behalf and acknowledge that the State is relying on their representations to that effect.

CONTRACTOR

SimplyDigi.com, Inc.

By: Bon Nolan
Name of Authorized Individual

Title: CEO
Official title of Authorized Individual

[Signature]
*Signature

STATE OF COLORADO

John W. Hickenlooper, GOVERNOR

Colorado Department of Education
Robert Hammond, Commissioner

[Signature]
By: Robert Hammond, Commissioner

Date: 6-19-14

ALL CONTRACTS REQUIRE APPROVAL by the STATE CONTROLLER

CRS §24-30-202 requires the State Controller to approve all State Contracts. This Contract is not valid until signed and dated below by the State Controller or delegate. Contractor is not authorized to begin performance until such time. If Contractor begins performing prior thereto, the State of Colorado is not obligated to pay Contractor for such performance or for any goods and/or services provided hereunder.

STATE CONTROLLER

Robert Jaros, CPA, MBA, JD

By: [Signature]
Dave Grier, CDE Controller

Date: 6-19-14