

## AMENDMENT TO CREDLY AGREEMENT

This Amendment to the Credly Credential Management Agreement, fully-executed as of December 16, 2022, ("Amendment") is made this 20<sup>th</sup> day of January, 2023, between the ROCKFORD PUBLIC SCHOOLS, DISTRICT NO. 205, WINNEBAGO and BOONE COUNTIES, ILLINOIS ("Board") and Credly, Inc., a Delaware corporation with offices located at 368 9<sup>th</sup> Avenue, Sixth Floor, New York, NY 10001 ("Credly").

WHEREAS, the Board and Credly previously entered into an Agreement on December 16, 2022("Agreement");

WHEREAS, the Board and Credly wish to modify, amend and supplement certain terms and conditions of the Agreement to address requirements of the Illinois Student Online Personal Protection Act.

NOW THEREFORE, in consideration of the promises and mutual covenants set forth herein, the parties do agree to amend the Agreement as follows:

1. Paragraph 11. Miscellaneous is revised to add the following as Section 11.k:  
"Pursuant to the federal Family Educational Rights and Privacy Act of 1974, Credly is:
  - a. acting as a school official with a legitimate educational interest,
  - b. performing an institutional service or function for which the Board would otherwise use employees,
  - c. under the direct control of the Board, with respect to the use and maintenance of covered information, and
  - d. using Covered Information, as defined by the IL Student Online Personal Protection Act (the "Act"), only for an authorized purpose and may not re-disclose it to third parties or affiliates, unless otherwise permitted under the Act, without permission from the Board or pursuant to court order."
2. Paragraph 11. Miscellaneous is amended to add the following as Section 11.l:  
"The Board must publish the Agreement and any subsequent revisions and/or modifications to the Rockford Public Schools District #205 website."
3. There are no additional changes to the Agreement. The remainder of the Agreement is in full force and effect.

IN WITNESS WHEREOF, the Parties have caused this Addendum to the Agreement to be executed in their respective names and in the case of the Board, by its President, on the day and year first written above.

--- Signature Page Follows ---



1/31/2023 | 4:32 PM CST

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Credly Representative – Ed Guardaro, VP Sales



1/31/2023 | 4:50 PM CST

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Superintendent, Dr. Ehren Jarrett

Rockford Public Schools District No. 205