

EXHIBIT "E"

GENERAL OFFER OF PRIVACY TERMS

1. Offer of Terms

Provider offer the same privacy protections found in this DPA between it and Irvine Unified School District and which is dated December 13, 2017 to any other LEA ("Subscribing LEA") who accepts this General Offer though its signature below. This General Offer shall extend only to privacy protections and Provider's signature shall not necessarily bind Provider to other terms, such as price, term, or schedule of services, or to any other provision not addressed in this DPA. The Provider and the other LEA may also agree to change the data provide by LEA to the Provider to suit the unique needs of the LEA. The Provider may withdraw the General Offer in the event of: (1) a material change in the applicable privacy statues; (2) a material change in the services and products subject listed in the Originating Service Agreement; or three (3) years after the date of Provider's signature to this Form. Provider shall notify the California Student Data Privacy Alliance in the event of any withdrawal so that this information may be transmitted to the Alliance's users.

BRAINPOP LLC

BY: Abraham Kadar.

Date: 11/29/2017

Printed Name: Dr. Abraham Kadar

Title/Position: CEO & Founder

2. Subscribing LEA

A Subscribing LEA, by signing a separate Service Agreement with Provider, and by its signature below, accepts the General Offer of Privacy Terms. The Subscribing LEA and the Provider shall therefore be bound by the same terms of this DPA.

Carleiff School District

BY: Jackie Musil
Date: 1/4/18

Printed Name: Jackie Musil
Title/Positon District Tech Coord.