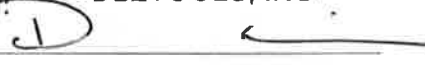


EXHIBIT "E"

**GENERAL OFFER OF PRIVACY TERMS
SALT LAKE CITY SCHOOL DISTRICT**


1. Offer of Terms

Contractor offers the same privacy protections found in this DPA between it and [Name of LEA] SLC SD. and which is dated [Enter Date] to any other LEA ("Subscribing LEA") who accepts this General Offer through its signature below. This General Offer shall extend only to privacy protections and Contractor's signature shall not necessarily bind Contractor to other terms, such as price, term, or schedule of services, or to any other provision not addressed in this DPA. The Contractor and the other LEA may also agree to change the data provided by LEA to the Contractor in Exhibit "B" to suit the unique needs of the LEA. The Contractor may withdraw the General Offer in the event of: (1) a material change in the applicable privacy statutes; or (2) a material change in the services and products subject listed in the Originating Service Agreement. Contractor shall notify the Utah State Board of Education (privacy@schools.utah.gov) in the event it withdraws Exhibit E so that the withdrawal may be disseminated to the LEAs.

Contractor: NOODLETOOLS, INC.
BY:  Date: 10/7/2019
Printed Name: Damon Abilock Title/Position: President

2. Subscribing LEA

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

Subscribing LEA: Subscribing LEA Provo City School District
BY:  Date: December 16, 2019
Printed Name Clint Smith Title/Position: Data privacy Coordinator

TO ACCEPT THE GENERAL OFFER, THE SUBSCRIBING LEA MUST DELIVER THIS SIGNED EXHIBIT TO THE PERSON AND EMAIL ADDRESS LISTED BELOW

Name: Damon Abilock
Title: President
Email Address: damon@noodletools.com