

## Letter of Understanding and Agreement

July 20, 2015

Nova Classical Academy located at 1455 Victoria Way St. Paul, MN 55102 has requested the ongoing services of O'Neill Language Academy, Inc. (OLA) located at 131 Crestview Drive North, St. Paul, MN 55119 to provide on-site French and Japanese language courses to high school students during the 2015-2016 academic year. The purpose of this letter is to set forth the terms and conditions of the agreement between O'Neill Language Academy and Nova Classical Academy.

OLA and Nova Classical Academy agree that the following courses will run Monday-Friday:

Period 7: Multilevel Japanese (III, IV)

Period 7: Multilevel French (II, III, IV)

OLA agrees to provide Nova Classical Academy with qualified instructors who will be licensed, hold a Full Time Limited Licensure or be a Community Expert. OLA agrees to provide all student textbooks resources and materials. Homework, quizzes and testing will take place on a regular basis and instructors will post updates on the Nova website. OLA's instructors will be observed at least once per quarter and Nova will receive a copy of each observation. Instructors will receive ongoing mentoring from O'Neill Language Academy. Instructors will be prepared for and participate in parent-teacher conferences.

As the teaching schedules are limited to one class per school day and meets at the end of the work day, OLA will make every effort to find instructors that can accommodate this schedule. However, if for any reason OLA is not able to staff one or both of the above positions, OLA will notify Nova Classical Academy as soon as possible. OLA will not be held accountable in any way.

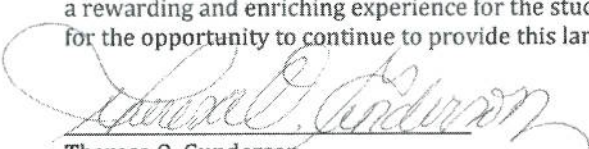
In the event that one of OLA's instructors is unable to teach a scheduled class (i.e. illness), OLA will make every effort to provide a substitute teacher. If OLA is not able to provide a substitute teacher, Nova will provide a substitute teacher and OLA will pay Nova the cost for the substitute teacher.

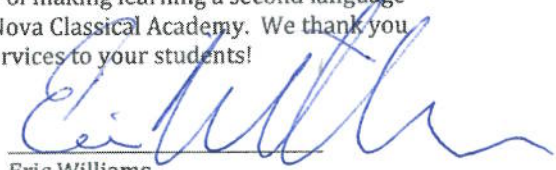
Nova Classical Academy agrees to pay OLA a total of \$45,000 for contracted services for French and Japanese courses during the 2015-2016 academic year. This includes all fees related to payroll such as payroll taxes.

Prior to the start of the school year OLA agrees to provide Nova Classical Academy with ten invoices with the amount due of \$4,500 dated September 2015 through June 2016. Nova Classical Academy agrees to pay OLA on or before the 15<sup>th</sup> of each month. The first invoice will be due by September 15, 2015 and the last invoice will be due by June 15, 2016.

If payment is not made on or before the 15<sup>th</sup> of each month a daily late fee of \$25.00 will accrue until the invoice is paid full. All late fees will be included on the next month's invoice. If payment is not made within 15 days of the due date (the 15<sup>th</sup> of the each month), French and Japanese instruction will cease until any outstanding payment is received.

OLA staff and instructors look forward to a successful year of making learning a second language a rewarding and enriching experience for the students of Nova Classical Academy. We thank you for the opportunity to continue to provide this language services to your students!

  
Theresa O. Gunderson  
Director of Curricula & Instruction  
O'Neill Language Academy

  
Eric Williams  
Executive Director  
Nova Classical Academy