

**Washington Learning Source
Access Subscription Agreement**

District Name:	Seattle Archdiocese	ESD:	
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This Washington Learning Source Access Subscription Agreement (the “**Agreement**”) is an intergovernmental cooperative purchasing agreement, which is entered into by and between Puget Sound Educational Service District No. 121 through the center of excellence known as the Washington Learning Source (the “**WLS**”), as the lead agency, and ST. JOHN SCHOOL (“**Subscriber**”), as the participating agency. This Agreement will be effective beginning on the date when WLS executes it below (the “**Effective Date**”).

Recitals

WLS and Subscriber are both duly constituted public agencies organized and existing under and by virtue of the laws of the State of Washington. As public agencies, the parties must make certain purchases by a formal advertisement and bid process, and thereby incur certain expenses, and it is in the public interest for the parties to cooperate in purchasing activities to obtain the most favorable pricing for each party and to reduce redundant activities. The Interlocal Cooperation Act, Chapter 39.34 RCW, provides for intergovernmental cooperation between public agencies. The parties find that this Agreement will permit them to make the most efficient use of their powers by enabling them to cooperate with each other on a basis of mutual advantage, and that it is in their respective best interests to cooperate and join in certain purchasing activities. Such cooperative purchasing activities will support the education of preschool through twelfth grade students in the public schools and support the effective, efficient, and/or safe management and operation of Subscriber’s school district and of districts served by WLS.

Therefore, BE IT RESOLVED by Subscriber’s Board of Directors or other governing authority, and pursuant to appropriate resolution or other action by the governing authority for WLS, for and in consideration of the promises and covenants contained in this Agreement and the mutual benefits to be derived from it, that the parties agree as follows:

Terms

1. Definitions.

“**Product**” means any product or service that is both: (a) available to be sold, licensed, or otherwise provided to Subscriber pursuant to a Vendor Agreement; and (b) selected by WLS, in its sole discretion, to be covered under this Agreement.

“**Subscriber Information Form**” means a form provided by WLS that allows Subscriber to provide certain information about itself.

“**Vendor Agreement**” means any agreement that is both: (a) entered into by WLS and a third party vendor or reseller of goods and/or services, pursuant to which that third party agrees to sell, license, or otherwise provide certain goods and/or services to WLS, other public agencies, on terms described