

Exhibit A

Licensing Agreement Members Pathway Platform SOW

BACKGROUND

Goodwill Affiliate (Goodwill Affiliate) and RTL Solutions, LLC (“RTL Solutions”), agree to this Statement of Work (“SOW”) which describes the specific nature of the Licensing Agreement to be provided to **Goodwill Affiliate** by RTL Solutions.

SOW TERMS AND CONDITIONS

1. Effective Date. This SOW is effective as of the Effective Date stated herein and shall remain effective until cancelled.
2. Defined Terms. All defined terms used in this SOW shall have the meanings given them in the SOW Agreement. Any additional contractual items are covered under the Goodwill/RTL MSA signed 2/1/21
3. RTL Solutions Contact for this SOW. RTL Solution’s primary contact regarding RTL Solution’s Services and/or Deliverables provided under this SOW is:

Tom Kreuzberger
610 213-5080
tkreuzberger@RTLlearning.net

4. Background
Goodwill Affiliate will license the “Customized” Members Pathway Portal to deliver training. The LMS system will launch courses, track student achievement, and provide reports to management, all customized to specific needs of the Goodwill affiliate.
5. Services.
 - 5.1.Overview.
RTL Solutions agrees to license the Members Pathways Portal to the undersigned Goodwill Affiliate, and provide the customization and configuration required. This allows the Goodwill Affiliate to have unlimited courseware and documents included with the license fee

Terms and Conditions for Payment

RTL Solutions LLC

1. Goodwill Affiliate will pay RTL Solutions pursuant to this Agreement

RTL Solution's one-time set up and configuration fee:

- Hosting
- Branding
- Training Admins
- Support
- Location specific news, courses, users

Invoicing Schedule

Config, Branding and Hosting

\$4,499.00 payable on signature – One Time Fee

Active User License Fee

Goodwill Affiliate will pay \$1.99 per month per Active User

Active User is defined as someone who logs into the system

Billed Monthly

6. Goodwill Affiliate Responsibilities.

- Goodwill affiliate will be responsible for supporting the Configuration and Set up with Location Specific information and Users.

IN WITNESS WHEREOF, and intending to be legally bound, RTL Solutions and Goodwill Affiliate have executed this SOW on the Effective Date

By:

RTL Solutions, LLC



Authorized Signature

Tom Kreuzberger
Name (Type or Print)

President
Title

3/22/2021

Date

By:

Goodwill Associate



Authorized Signature

Name (Type or Print)

Title

Date