

**SETTLEMENT AGREEMENT
BETWEEN
STATE OF FLORIDA, STATE BOARD OF EDUCATION
AND
THE MIAMI BOARDING SCHOOL, INC. d/b/a THE SEED
SCHOOL OF MIAMI
14-821 SA**

THIS Agreement made this 2 day of December, 2022, between the State Board of Education, the agency head of the Florida Department of Education, an agency of the State of Florida, 325 West Gaines Street, Tallahassee, Florida 32399-0400, (hereinafter referred to as "Department"), and The Miami Boarding School, Inc. d/b/a The SEED School of Miami, 1000 Brickell Avenue, Suite 1020, Miami, Florida 33131 (hereinafter referred to as "Operator").

WHEREAS, on July 1, 2014, the Department and the Operator entered into Contract No.14-821 to provide a College-Preparatory Boarding Academy for dependent or at-risk children, and

WHEREAS, due to unforeseen circumstances costs associated to support the students and school have increased, and

WHEREAS, the contract is amended effective January 1, 2023 to account for the increased costs, and

WHEREAS, the Operator, in good faith, provided necessary services and supports from July 1, 2022 through December 31, 2022 and invoiced the Department accordingly; and

WHEREAS, the Operator has asserted a colorable legal claim in support of its demand for payment; and

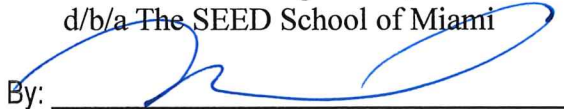
WHEREAS, the Department by entering into this Agreement admits no liability for payment of the work performed by the Operator.

1. Upon receipt of payment, as provided in paragraph #2 below, the Operator, for its attorneys, heirs, executors or administrators, does hereby fully, finally, and forever release and discharge the State of Florida, Department of Education, and its agents, representatives, and attorneys, of and from all claims, demands, actions, causes of action, suits, damages, losses and expenses, of any and every nature whatsoever, arising out of or in any way related to the contracts and state project, and any invoices for such work including, but not limited to, those claims asserted or other claims that were or maybe asserted in any federal, state or local agency or court, by or on behalf of the Operator.
2. The Department herein agrees to submit to the Chief Financial Officer of the state of Florida for payment of Invoice #S23 for services as outlined on the attached table (\$617,046.00) in full and complete satisfaction of any amounts or costs associated with the work performed by the Operator and any claims and invoices associated therewith, or with any other written or verbal supplementation and/or renewal thereto, including all interest and costs and fees associated with the claim matters referenced herein.
3. This Agreement is contingent upon approval by the Chief Financial Officer of the State of Florida. Until such approval is received, the Department has no obligation to make any payments pursuant to this Agreement.

4. The parties to this Agreement further agree and covenant that this Agreement is binding on the parties, their heirs-at-law, and their assigns and successors in interest as evidenced by their signatures and lawful executions below.
5. All terms and conditions of this settlement as fully set forth in this document and no other material terms of settlement exist outside this document.

IN WITNESS WHEREOF, the parties hereto, have caused these presents to be executed on the dates indicated.

The Miami Boarding School, Inc.
d/b/a The SEED School of Miami

By: 

Authorized Signature

Name: Melanie Damian

Title: Board Chair

Date: 12.2.2022

State of Florida
State Board of Education

By: _____
Authorized Signature

Name: Tom Grady

Title: Chair, State Board of Education

Date: _____

Expense	Description	Total Estimated Expense (FY22/23)	
Transportation (out of county)	Transportation of students residing outside of Miami-Dade county area	\$2,500.00	July 1, 2022 – December 31, 2022
Transportation (in county)	Transportation of students residing inside of Miami-Dade county area	\$26,062.00	July 1, 2022 – December 31, 2022
24/7 Security	24 hour armed security police and School Safety Officer requirements	\$106,000.00	July 1, 2022 – December 31, 2022
Student Services Dinner/Evening Snack	Provision of dinner/snack services to students	\$165,082.00	July 1, 2022 – December 31, 2022
Management and Facilities Fees with Miami-Dade County Public Schools	Academic lease, management agreement and grounds lease to utilize a school district building and property	\$187,044.00	July 1, 2022 – December 31, 2022
Maintenance and Repairs	Cost of repairs and maintenance expenses	\$27,500.00	July 1, 2022 – December 31, 2022
Property Insurance	Business and other related insurance	\$102,859.00	July 1, 2022 – December 31, 2022
Total Estimated Expenses		\$617,047.00	