

**TERMS AND CONDITIONS
OF CERTIFICATION FOR A
COMMAND SPANISH® OFFICIAL REGISTERED PROVIDER (ORP)**

- I. DEFINITION OF AN OFFICIAL REGISTERED PROVIDER (ORP):** An Official Registered Provider (ORP) of Command Spanish® programs is typically an administrative or instructional unit within a two-year or four-year college. Examples are: Division of Extended Learning, Contract Training, Workforce Development, Continuing Education, Lifelong Learning, Business and Industry Outreach, or Foreign Language Department. An ORP is authorized to offer all available Command Spanish® materials and instructional programs within the guidelines specified below. There are no startup or annual fees for ORP status, nor is there a license or required contract, other than the certification procedure defined below in Paragraph II.
- II. BECOMING CERTIFIED:** In order for an administrative or instructional unit to be certified as an Official Registered Provider, an administrator of that entity must attend the two-day Command Spanish® “Teaching Occupational Spanish” (TOS) certification seminar. This seminar is offered each year at various times and locations throughout the United States. The administrator who secures his/her unit’s certification must have full or partial fiduciary, scheduling, and hiring responsibility within said unit. In addition, the administrator must hold a recognized administrative title within the institution. Certification is valid for 12 months following the date the administrator received certification and is subject to annual review and renewal (see Paragraph IV). Exceptions to this must be approved by Command Spanish®, Inc. prior to attending the certification seminar. NOTE: This is a limited certification. Only the specific instructional unit represented at the seminar becomes certified as an ORP, NOT the administrator nor any other unit of the college. The administrator need not speak Spanish, nor be a Spanish instructor. However, if the administrator is also a Spanish-speaker, he/she may also receive certification as a Command Spanish® Certified Instructor at the same seminar.
- III. REPRESENTATION:** An ORP may represent itself in advertising and promotion as an Official Registered Provider of Command Spanish®, Inc. programs. ORPs are expressly prohibited from using the Command Spanish®, Inc. logo (company name and shield) on any material not created, printed, published, or distributed by Command Spanish®, Inc.; nor may an ORP use any of its other trademarks with the exception of: Command Spanish®, Inc.
- IV. ANNUAL RENEWAL OF CERTIFICATION:** ORP status is subject to annual review and is renewable at the discretion of Command Spanish®, Inc. In order to renew annual certification at no fee, the instructional unit must teach occupational Spanish to a minimum of 10 students, before the certification expires, using Command Spanish® training materials. This performance is validated solely by the number of manuals ordered during the review period. It is to be understood that each student must purchase, or be provided with, his/her own manual. At NO

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time is the duplication of Command Spanish® materials permitted. By teaching 10 students per year, ORP certification is renewed each year at no cost. Should an ORP fail to provide instruction for at least 10 students throughout the year, then the ORP certification will expire and will be placed on inactive status. The ORP certification may be renewed by paying a non-refundable renewal fee of \$250. **NOTE:** An ORP's certification will also be placed on inactive status in the event that the administrator who attended the TOS seminar and secured certification ceases to serve as an administrator of that unit.

- V. INACTIVE STATUS:** An ORP whose certification status is inactive may not purchase, cause to be purchased, or use for instruction Command Spanish® programs or materials. While on inactive status, ORPs are expressly prohibited from representing themselves as Official Registered Providers.
- VI. RENEWAL EXCLUSION:** If a Licensed Official Registered Provider (LORP) has been previously established within the ORP's service area [i.e., the ORP was grandfathered in to coexist within the LORP territory] and the ORP's certification expires, then the ORP will not be eligible to reactivate its status unless the LORP is no longer active in the area or gives express, written permission that the ORP may reactivate.
- VII. SCOPE OF OPERATION:** An ORP, in accordance with Command Spanish® ordering procedures and policies, may order and utilize any available Command Spanish® programs and materials. The ORP administrator may assign non-certified, secondarily trained instructors to teach Command Spanish® classes within his/her ORP (see Paragraph X below).
ORPs do not have an exclusive area of operation. They may market and deliver Command Spanish® services anywhere and to any client that is not located within the exclusive territory of a LORP. (For a complete listing of LORPs and a description of each LORP's exclusive geographic areas, go to www.CommandSpanish.com.)
- VIII. RESPONSIBILITIES AND OBLIGATIONS:** It is the responsibility of the ORP administrator to ensure that his/her instructors (both Command Spanish® Certified Instructors and non-certified, secondarily trained instructors) meet and maintain the conditions, standards, and policies of Command Spanish® instruction. In particular, this refers to the correct utilization of Command Spanish® instructional methods, materials and testing techniques as outlined and specified in the *Instructional Guide for Command Spanish® Language Programs*, (Dunn, 1999, 2002).
Furthermore, ORPs must not engage in any activity that would adversely affect the reputation or stature of Command Spanish®, Inc., either locally or nationally. If

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a class is being taught by a CSCI, it is the responsibility of the ORP administrator to inform the Command Spanish® staff who will be teaching the class, each time an order is placed for training materials, to ensure accurate recordkeeping to credit the CSCI's active status.

Finally, ORP administrators are charged with monitoring Command Spanish® materials so as to ensure that no copyright violations occur, either by students or instructors.

- IX. TRAINING AND EMPLOYING NON-CERTIFIED COMMAND SPANISH® INSTRUCTORS:** An ORP administrator may select and train Spanish instructors or Spanish-speaking persons, who have not been trained by Command Spanish®, Inc. to deliver Command Spanish® instruction. However, prior to beginning instruction, it is required that any non-CS-certified instructor must be trained in accordance with the Command Spanish® document entitled, "*Four-Hour Secondary Training Program for Non-CS-Certified Instructors and Marketers/Sales Staff*," which is found in the Secondary Training Kit. The non-certified secondarily-trained instructor must sign an agreement form verifying that he/she understands and will utilize Command Spanish® methods and techniques of instruction and testing when using Command Spanish® materials. (All such materials are available in the Secondary Training Kit available from Command Spanish®, Inc.) By training and employing non-certified Command Spanish® instructors, the ORP administrator assumes all responsibilities with regard to the correct utilization of Command Spanish® materials, methods, procedures, and testing. It will be the ORP administrator's responsibility to request any additional information or support (sample course agendas, cross-cultural information, situation cards, etc.) for courses being taught by non-CS-certified instructors. Failure of a non-certified Command Spanish® instructor to maintain Command Spanish® standards of instruction may result in revocation of ORP certification.
- X. SUPPORT AND REFERRALS:** ORPs will receive the *CS Newslines*, which is an electronic newsletter sent via e-mail for updates regarding new and revised materials. ORPs will also receive via e-mail a special monthly update regarding the restricted site address. With this information, ORPs may access updates for the *Marketing Guide for Command Spanish® Programs*, as well as other important marketing information. When Command Spanish®, Inc. receives contract training inquiries at its national headquarters, it may refer these opportunities to active ORPs in the field. ORPs may request technical support from Command Spanish® regarding curriculum, instruction and testing.
- XI. PURCHASE OF SPECIAL MARKETING MANUALS:** Marketing Editions are promotional manuals that are identical to the students' training manual, except the audio materials in the Marketing Edition are intentionally left blank. ORPs and

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CSCIs may purchase up to three Marketing Editions (one each of 3 different titles). Based on performance, ORPs and CSCIs may be eligible to purchase additional Marketing Editions.

- XII. DISTANCE LEARNING AND ONLINE INSTRUCTION:** ORPs may not deliver Command Spanish®, Inc. programs via distance learning vehicles (T-lines, satellite, etc.), online instruction (e-learning), or any other type of virtual classroom, unless permission to do so is granted, in writing, by Command Spanish®, Inc.
- XIII. RESTRICTIONS ON ORPS:** Unlike Licensed Official Registered Providers (LORPs), Official Registered Providers (ORPs) are not assigned an exclusive area of operation. They may provide Command Spanish® instruction and services to anyone anywhere, so long as they do not do so within the exclusive area of a LORP. Unless they are grandfathered into an area or territory, ORPs are expressly prohibited from marketing, representing or delivering Command Spanish® instruction in any area or territory designated as an area assigned by contract to a LORP, and doing so will be cause for revocation of ORP status. The management of Command Spanish®, Inc. will be the arbiter of all disputes arising out of conflicts between ORPs and other Command Spanish® entities.
- XIV. COPYRIGHT VIOLATIONS AND PROSECUTION:** All Command Spanish® materials are protected by federal copyright law. Command Spanish®, Inc. expressly prohibits anyone or any agency, including Official Registered Providers, from photocopying or otherwise duplicating any of its printed or electronically recorded materials. Such duplication is illegal and will be aggressively investigated by Command Spanish® legal counsel and the Federal Bureau of Investigations. Furthermore, Command Spanish®, Inc. will provide a significant monetary reward for information leading to the successful prosecution of copyright violators.
- XV. REVOCATION OF CERTIFICATION:** Command Spanish®, Inc. reserves the right to revoke an ORP certification for just cause. Such cause includes, but is not limited to: copyright violations; misrepresentation; misuse of materials; misuse of company logo and trademarks; commingling Command Spanish® instruction with other materials and programs without written consent of Command Spanish®, Inc.; or unprofessional conduct. In particular, Command Spanish®, Inc. will revoke certification of any Official Registered Provider that fails to employ or purposely alters Command Spanish® instructional methods, materials and testing techniques as outlined and specified in the *Instructional Guide for Command Spanish® Language Programs*, (Dunn, 1999, 2002) when utilizing Command Spanish® materials and programs or if the ORP fails to abide by the terms and conditions of this document and the accompanying agreement. Such revocation may be the result of actions undertaken by the ORP administrator or by an instructor working

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for the ORP. The acts or omissions of any person acting on behalf of the ORP shall be imputed to the ORP itself.

NOTE: This document is subject to periodic revision and amendments. If you are not certain that this is the most recent version of this document, please contact Command Spanish®, Inc. at 601-582-8378 for verification.