

TERMINATION AGREEMENT
Lithuanian University of Health Sciences

No. 2024-P-00228
2024-11-27

This Termination Agreement dated as of the last date of signature (the "Effective Date") is by and between Cornell University on behalf of External **Education/eCornell** ("eCornell"), and Lithuanian University of Health Sciences ("Client").

WHEREAS, eCornell and Client previously entered into a Block Course Enrollment Agreement No. 2023-P-00773, dated September 8, 2023 (the "Agreement"); and

WHEREAS, the parties wish to terminate the Agreement and resolve any and all rights and obligations arising out of the Agreement.

NOW, THEREFORE, in consideration of the mutual covenants and agreements contained herein and other good and valuable consideration, the receipt and sufficiency of which are acknowledged, the Parties agree as follows:

1. By this Termination Agreement, the Parties mutually terminate and cancel the Agreement as of the Effective Date.
2. The Parties agree that eCornell shall refund all amounts paid by Client and Client's rights to all eCornell courses under the Block Course Agreement shall terminate as of the Effective Date.
3. The Parties acknowledge by this Termination Agreement that the consideration provided and received by each other is fair, just, and reasonable and that no further consideration, compensation, or obligation will be due, payable, or owing with regard to the Agreement as of the execution date of this Termination Agreement.
4. This Termination Agreement shall be governed by and construed under the laws of the State of New York, without reference to conflict of law principles thereunder. Any claims suits, actions or proceedings between the parties shall be brought in the state courts of Tompkins County, New York or the federal district court for the Northern District of New York.
5. This Termination Agreement contains the entire agreement between the Parties concerning the subject matter hereof and supersedes any pre-existing or contemporaneous agreement and any oral or written communications between the Parties.

IN WITNESS WHEREOF, the parties hereto have executed this Termination Agreement by their duly authorized representatives as of the last date written below.

CORNELL UNIVERSITY on behalf of

Lithuanian University of Health Sciences

Date: MARCH 19 2024

Date: _____