

**SERVICES AGREEMENT BETWEEN
THE CITY OF SUNNYVALE AND BAKER & TAYLOR, LLC
TO PROVIDE LIBRARY MATERIALS AND RELATED SERVICES**

THIS AGREEMENT dated _____ is by and between the CITY OF SUNNYVALE, a municipal corporation ("CITY"), and BAKER & TAYLOR, LLC ("CONTRACTOR").

WHEREAS, CITY is in need of library materials and related services; and

WHEREAS, CONTRACTOR possesses the skill and expertise to provide the required services;

NOW, THEREFORE, THE PARTIES ENTER INTO THIS AGREEMENT.

1. Contract Documents

The complete Contract consists of the following documents: Exhibit A, Scope of Services, Request for Proposal No. F19-126, consisting of a Notice Inviting Proposals, Instructions to Proposers, Specifications, Terms and Conditions and CONTRACTOR's completed Proposal. These documents are all incorporated by reference. The documents comprising the complete contract are collectively referred to as the Contract Documents.

Any and all obligations of the CITY and the CONTRACTOR are fully set forth and described therein.

All of the above documents are intended to cooperate so that any work called for in one and not mentioned in the other or vice versa is to be executed the same as if mentioned in all documents.

2. Services by CONTRACTOR

It is understood and agreed that tools, equipment, apparatus, facilities, labor, transportation, and material shall be furnished and work performed and completed as required in the bid documents under the sole direction and control of the CONTRACTOR, and subject to approval of the City.

3. Time for Performance

The term of this Agreement shall be from October 1, 2019 to June 30, 2022, unless otherwise terminated. Extensions of time may be granted by the City Manager upon a showing of good cause.

4. Compensation

In no event shall the total amount of compensation paid by CITY to CONTRACTOR under this agreement exceed the sum of One Million Eight Hundred Thirty Nine Thousand and No/100 Dollars (\$1,839,000.00), unless upon written modification of this Agreement. CONTRACTOR shall submit invoices to CITY no more frequently than monthly for services provided to date, and in accordance with the compensation schedule outline in Exhibit "B". All invoices, including detailed backup, shall be sent to City of Sunnyvale, attention Accounts Payable, P.O. Box 3707, Sunnyvale, CA 94088-3707 or accountspayable@sunnyvale.ca.gov. Payment shall be made within thirty days upon receipt of an accurate itemized invoice by CITY's Accounts Payable unit.

5. Conflict of Interest

CONTRACTOR shall avoid all conflicts of interest, or appearance of conflict, in performing the services and agrees to immediately notify CITY of any facts that may give rise to a conflict of interest. CONTRACTOR is aware of the prohibition that no officer of CITY shall have any interest, direct or indirect, in this Agreement or in the proceeds thereof. During the term of this Agreement CONTRACTOR shall not accept employment or an obligation which is inconsistent or incompatible with CONTRACTOR'S obligations under this Agreement.

6. Confidential Information

CONTRACTOR shall maintain in confidence and at no time use, except to the extent required to perform its obligations hereunder, any and all proprietary or confidential information of CITY of which CONTRACTOR may become aware in the performance of its services.

7. Compliance with Laws

- (a) CONTRACTOR shall not discriminate against, or engage in the harassment of, any City employee or volunteer or any employee of CONTRACTOR or applicant for employment because of an individual's race, religion, color, sex, gender identity, sexual orientation (including heterosexuality, homosexuality and bisexuality), ethnic or national origin, ancestry, citizenship status, uniformed service member status, marital status, family relationship, pregnancy, age, cancer or HIV/AIDS-related medical condition, genetic characteristics, and physical or mental disability (whether perceived or actual). This prohibition shall apply to all of CONTRACTOR's employment practices and to all of CONTRACTOR's activities as a provider of services to the City.
- (b) CONTRACTOR shall comply with all federal, state and city laws, statutes, ordinances, rules and regulations and the orders and decrees of any courts or administrative bodies or tribunals in any manner affecting the performance of the Agreement.

8. Independent Contractor

CONTRACTOR is acting as an independent contractor in furnishing the services or materials and performing the work required by this Agreement and is not an agent, servant or employee of CITY. Nothing in this Agreement shall be interpreted or construed as creating or establishing the relationship of employer and employee between CITY and CONTRACTOR. CONTRACTOR is responsible for paying all required state and federal taxes.

9. Indemnity

CONTRACTOR shall indemnify, defend, and hold harmless the CITY, its officers, officials, employees and volunteers from and against all claims, damages, losses and expenses, including attorney fees, arising out of the performance of the services described herein, caused in whole or in part by any negligent act or omission of CONTRACTOR, any subcontractor, anyone directly or indirectly employed by any of them or anyone for whose acts any of them may be liable, except where caused by the active negligence, sole negligence or willful misconduct of the CITY.

11. Insurance

CONTRACTOR shall take out and maintain during the life of this Agreement policies of insurance as specified in Exhibit "C" attached and incorporated by reference, and shall provide all certificates or endorsements as specified in Exhibit "C."

12. CITY Representative

Steve Sloan, Superintendent of Libraries, as the City Manager's authorized representative, shall represent CITY in all matters pertaining to the services to be rendered under this Agreement. All requirements of CITY pertaining to the services and materials to be rendered under this Agreement shall be coordinated through the CITY representative.

13. CONTRACTOR Representative

Stefanie Kremer, Director, Pricing Services shall represent CONTRACTOR in all matters pertaining to the services and materials to be rendered under this Agreement; all requirements of CONTRACTOR pertaining to the services or materials to be rendered under this Agreement shall be coordinated through the CONTRACTOR representative.

14. Notices

All notices required by this Agreement, other than invoices for payment which shall be sent directly to Accounts Payable, shall be in writing, and sent by first class with postage prepaid, or sent by commercial courier, to addressed below.as follows:

Nothing in this provision shall be construed to prohibit communication by more expedient means, such as by email or fax, to accomplish timely communication. Each party may change the address by written notice in accordance with this paragraph. Notices delivered personally shall be deemed communicated as of actual receipt; mailed notices shall be deemed communicated as of three business days after mailing.

To CITY:	Steve Sloan, Superintendent of Libraries Library and Community Services Department CITY OF SUNNYVALE P. O. Box 3707 Sunnyvale, CA 94088-3707
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To CONTRACTOR:	Stefanie Kremer, Director, Pricing Services BAKER & TAYLOR, LLC 2550 West Tyvola Road, Suite 300 Charlotte, NC 28217
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15. Assignment

Neither party shall assign or sublet any portion of this Agreement without the prior written consent of the other party.

16. Termination

- A. If CONSULTANT defaults in the performance of this Agreement, or materially breaches any of its provisions, CITY at its option may terminate this Agreement by giving written notice to CONSULTANT. In the event of such termination, CONSULTANT shall be

compensated in proportion to the percentage of satisfactory services performed or materials furnished (in relation to the total which would have been performed or furnished) through the date of receipt of notification from CITY to terminate. CONSULTANT shall present CITY with any work product completed at that point in time.

- B. Without limitation to such rights or remedies as CITY shall otherwise have by law, CITY also shall have the right to terminate this Agreement for any reason upon ten (10) days' written notice to CONSULTANT. In the event of such termination, CONSULTANT shall be compensated in proportion to the percentage of services performed or materials furnished (in relation to the total which would have been performed or furnished) through the date of receipt of notification from CITY to terminate. CONSULTANT shall present CITY with any work product completed at that point in time.
- C. If CITY fails to pay CONSULTANT, CONSULTANT at its option may terminate this Agreement if the failure is not remedied by CITY within (30) days after written notification of failure to pay.

17. Entire Agreement; Amendment

This writing constitutes the entire agreement between the parties relating to the services to be performed or materials to be furnished hereunder. No modification of this Agreement shall be effective unless and until such modification is evidenced by writing signed by all parties.

18. Governing Law, Jurisdiction and Venue

This Agreement shall be governed by and construed in accordance with the laws of the State of California, excluding its conflict of law principles. Proper venue for legal actions will be exclusively vested in a state court in the County of Santa Clara. The parties agree that subject matter and personal jurisdiction are proper in state court in the County of Santa Clara, and waive all venue objections.

19. Miscellaneous

Time shall be of the essence in this Agreement. Failure on the part of either party to enforce any provision of this Agreement shall not be construed as a waiver of the right to compel enforcement of such provision or any other provision.

IN WITNESS WHEREOF, the parties have executed this Agreement.

ATTEST:

By _____
City Clerk

CITY OF SUNNYVALE ("CITY")

By _____
City Manager

BAKER & TAYLOR, LLC (CONTRACTOR")

APPROVED AS TO FORM:

By _____

Name and Title

By _____
City Attorney

By _____

Name and Title

Exhibit A Scope of Service

Provision A (Vendor Services)

Description	Yes or No	Vendor Notes
Provide the ability to create separate order accounts required by the Library.	Yes	Baker & Taylor has the ability to create separate order accounts required by the Library. Multiple accounts will be set up as required by the library. For example, the library may want to separate out genre, large print or board books.
Ability to handle backordered titles.	Yes	Any title ordered, but not available in current inventory, will be immediately backordered with the publisher. The Library may establish backorder timeframes as desired, per account.
Ability to ship bestsellers and other popular materials ordered pre- publication date to the library with sufficient time to be received by release (street) date.	Yes	Baker & Taylor understands the need to deliver high-demand material as soon as it becomes available. To accomplish this for our customers, we have sophisticated methods that identify the top high-demand titles in order to expedite all facets of fulfillment--from order receipt, to procurement, to warehouse receiving operations, to order processing and transit. Materials are typically received from the publisher 10 days prior to street date, though on occasion, they arrive later than this. Our commitment for those titles that have established street dates is to ship the material as soon as possible after receipt from the publisher, with the goal of our library partners receiving their materials before street date.
Ability to provide real time stock inventory/checks	Yes	Using Title Source 360, our online bibliographic database, Library selectors may view real-time inventory for any title.
Ability to supply at least 75% of an order within 60 days or less.	Yes	Baker & Taylor will meet or exceed this percentage for orders of in-print and available material.
Ability for customer to process returns online	Yes	Return requests may be processed online, via our Title Source 360 site.
Ability to provide credit or replacement of defective materials. Indicate if approval is required.	Yes	Baker & Taylor will accept the authorized return of items that are damaged, defective, or incorrectly shipped. Please see the enclosed return policies, Exhibit 5, for further details on credits and returns. To make a return, simply contact your Account Coordinator or fill out the online return form within the time period specified to obtain an authorization number for your return. Once the authorization has been obtained, the library can either have a no charge replacement shipped to the library, or may have the credit applied to the invoice in question. As an alternative, Baker & Taylor can also issue the Library a call tag to make monthly returns of material. Please note, this will not affect the speed of

		receipt of your replacement item or account credit, as the return will be processed prior to our receipt of the item in question.
Assign primary contact to the Library's account to assist with customer service issues	Yes	Your Customer Service Representative or CLS Project Manager will serve as the Library's primary point of contact for all aspects of customer care.
Provide online customer support	Yes	Online Customer Support (OCS) can be accessed 24 hours a day, 7 days a week to search and view account information, orders, and invoices.
Provide training for end-users of ordering system and indicate cost of training, if any.	Yes	Our staff will be pleased to provide training for any B&T product or service, free of charge.

In addition to the Vendor services requirements listed above, please respond to the items below.

1. Describe your return or refund procedures and additional fees applied for returned materials such as shipping or restocking.

Baker & Taylor will accept the authorized return of items that are damaged, defective, or incorrectly shipped. Please see the enclosed return policies, Exhibit 5, for further details on credits and returns. To make a return, simply contact your Account Coordinator or fill out the online return form within the time period specified to obtain an authorization number for your return. Once the authorization has been obtained, the library can either have a no charge replacement shipped to the library, or may have the credit applied to the invoice in question. As stated above, Baker & Taylor can also issue the Library a call tag to make monthly returns of material. Please note, this will not delay receipt of your replacement item or credit, as the return will be processed at the time of your request. If you prefer this method, please let your Account Coordinator know at the time of account setup. We do not charge shipping or restocking fees for the authorized return of items.

2. Indicate shipping and handling fees for materials shipped from a U.S. address and if shipped from outside a U.S address, indicate additional fees.

All Library orders will be delivered FOB Destination with free shipping from your primary service center. Staff accounts, offered as a courtesy to our customers for personal use, will receive F.O.B. Shipping Point, Charge Shipping and will be taxed as appropriate. The Library will be responsible for any customer requested expedited shipping charges.

3. In regards to Sunnyvale Public Library's collection, please respond to the following:

- a. How many titles and volumes are readily available in your warehouse(s)?

Baker & Taylor has the following materials readily available in stock in our warehouses:

Print Books – 799,246 titles and 13,803,483 volumes

Spoken Word Audio (Audiobooks) – 21,520 titles and 117,758 volumes

Music CDs – 18,164 titles and 203,851 volumes

DVDs – 33,575 titles and 1,178,294 volumes

- b. Indicate the percentage of the materials published/released in the past year; in the past 5 years.

Print Books – 12.8% within the past year, 45.2% within the past 5 years

Spoken Word Audio (Audiobooks) – 30.1% within the past year, 75.7% within the past 5 years

Music CDs – 25.6% within the past year, 63.6% within the past 5 years

DVDs – 19.2% within the past year, 67.2% within the past 5 years

- c. Indicate your fill rate for orders published/released in the past year; in the past 5 years.

Our initial fill rate for in-stock material published within the last year is 91%. Our fill rate within 30 days is 100%. Our initial fill rate for in-stock material published within the past 5 years is 85%. Our fill rate within 30 days is 95%. Our overall fill rate for orders for all materials that are in-print and publisher available is 98%.

4. What is your procedure if a library orders 10 copies of a title, and you have 9 copies available in the warehouse?

Incomplete/Partial Shipments

The library's accounts may be profiled to prevent partial shipments of particular titles, if that is the library's preference. All copies of a title ordered would be shipped together and no partial shipments would be allowed on those accounts that are profiled to receive no partial shipments.

If the library prefers to receive no partial shipments of a title ordered, the accounts will be profiled to accumulate the full quantity ordered for each line item prior to allowing that line item to assign to an order and move through to B&T's warehouse fulfillment system. There are additional check points along the way to ensure that the full quantity ordered remains whole.

When partial shipments are allowed or preferred, the copies of a title that are immediately available are picked, processed and shipped according to your specifications and the remaining copies are picked, processed and shipped as copies of that title become available.

Please note, depending upon the library's particular handling requirements, some CLS accounts do not allow for partial shipments.

5. Indicate your fill rate for items that are non-processed, processed, and shelf-ready.

Average Delivery Timeframe (in-stock items)

CLS will employ the appropriate amount of resources to maintain the fastest possible turnaround time for the Library's orders. Our average turn around for fully cataloged and processed (shelf-ready) material is 7-10 days from the creation of the order in our system or after receipt of material from the manufacturer. Our average turn around for non-processed or Mylar only materials is 1-2 days from the date of order. Processed materials that are not CLS/Shelf-Ready cataloged and processed orders (those processed using our standard TechXpress services) are shipped within 3-4 days of order on average.

The Library can also take advantage of our VIP inventory information to assist with ordering in-stock and available material. Uniquely available from Baker & Taylor, customers may view publisher inventory via our Virtual Inventory Program (VIP). Through VIP, in addition to B&T inventory displays, you also may view inventory on the publishers' shelves. Title Source 360 customers are profiled to see VIP (Virtual Inventory Program) inventory levels from participating VIP Publishers.

6. Describe your backorder fulfillment policy and indicate your fill rate for all backordered titles.

Any item ordered, but not available in current inventory, is immediately backordered from the publisher. The backorder remains in place until the item is available for shipment or until the end of the backorder timeframe is reached. The Library will determine the backorder timeframe to be profiled per account.

Overall fill rate is 98% for orders which are in-print and publisher available.

No Stock or Insufficient Stock Items

The time frames listed above for in-stock items will apply to these items once we receive the material from the manufacturer. Baker & Taylor is dependent upon manufacturer availability for the fulfillment of backorders and to fill orders for hard-to-find materials. Baker & Taylor works with the manufacturers to ensure that we have quick fill of items when they are in print and available through normal US wholesale channels. We will work with the library to establish appropriate backorder periods per account.

Popular Titles Ordered in Advance of Street Date

Baker & Taylor abides by all the rules and regulations as set forth in the manufacturing industry. Baker & Taylor will work with our operations team to ensure bestsellers/popular new titles are released in our system as soon as possible based on manufacturer/producer guidelines. Once titles are released in our system, we will catalog and process materials and ship to the library prior to street date.

7. Indicate the average time it would take for customer to have an established account for shelf ready orders.

The average time for account set-up and profiling for CLS accounts is 4 weeks. The timelines can vary based upon how quickly full specifications can be made available, sample items are provided and approved, and other onboarding steps are able to be completed by the customer and project teams.

8. Indicate hours of availability and response time to resolve customer services issues.

Our service staff is available from 8 am to 6 pm EST, Monday through Friday. Representatives may be contacted via toll free telephone, toll free fax, e-mail, or live chat. All inquiries will receive a response within 1 business day of contact. Your local Sales Consultant and Regional Sales Manager are also available 8 am – 5 pm PST.

Provision B (Collection Development)

Description	Yes or No	Vendor Notes
Access to online ordering website with sufficient logins (minimum of 20) and ability for library staff to assign username/credentials at no extra cost.	Yes	We are pleased to offer access to our Title Source 360 bibliographic database free of charge. Our offer includes an Admin ID and unlimited User IDs.
Additional Vendor website search features – ability to filter search results using facets, for example.	Yes	Our proprietary database contains detailed, comprehensive, up- to-date information on over 9 million book titles, 265,000 DVD titles, and 780,000 music titles. Data elements also include: 45 key search indices (including LC and Dewey classes), eleven filter criteria (including stock status, publication date, binding, format, and grade level), and duplicate checking between orders and selection carts. Please see our response to Provision B, item 2 for more information.
Ability to provide details for titles listed in the Vendor website.	Yes	Title detail is available in expanded record view. Available information may include: Title, Author, ISBN/UPC/LCCN, Publisher/Producer, List Price, Edition/Volume, Audience (age range / grade level), Rating, Cover Image, Publication Status, Publication Date, Street Date, Dewey Class, LC Class, Inventory Status, Demand, Series, Merchandise Category, Language, Pre-Order Availability, Theatrical Release Year, Run Time, available language soundtracks, Director, Artist, Narrator, Physical Format, Number of Pages, product dimensions (height, length, depth, weight), First Receipt Date, Initial Print Run, Library Subjects, General Subjects, Academic Subjects, BISAC Subjects, Awards, full text reviews, and annotations.
Ability to create a cart or a list of titles and for library staff to add notes to specific titles on the lists for internal library use (for example, to indicate title was requested by patron xyz).	Yes	Using Title Source, a selector may create, share, and merge carts. Notes may be added to the titles appearing within a cart.
Provide Standing Order options	Yes	Please see Provision B, Item 5 below for information regarding automatic purchase and shipment plans for popular authors/series. We also provide traditional continuations services/standing order services as well.
Ability to create a custom list forthcoming titles based on criteria (e.g. popular authors list)	Yes	Please see our response to Item 5 below for more information about First Look and profiled selection list services.

Check title or selection list against current Library collection	Yes	Title Source provides duplicate checking by ISBN across ordered carts and active carts as well as against the Library's current holdings. Any duplicate ISBN appearing in a search is noted as such for the Selector, flagged to provide an alert to the duplicate (C = duplicate in Cart / O = duplicate in Ordered Cart / H = duplicate in Holdings). Additionally, using Shared Cart functionality, Enhanced Duplicate Checking allows a user to perform a duplicate check for a single title before and/or after placing the title in the cart. Those customers using our Grid Distribution system will see appropriate Grid information displayed in the printable popup window alongside previously provided duplicate information. Baker & Taylor will load the Library's holdings into TS360 to provide immediate duplicate checking against the Library's holdings.
Ability to provide order history to selectors and acquisitions staff	Yes	Ordered carts are retained in Title Source to provide an order history for Staff.
Maintain real time price and inventory status information and capability of providing this to Library staff online.	Yes	Title data, including price, is updated daily as new or changed information is received from publishers. Real time inventory status is constantly updated and may be viewed with the click of the mouse.

In addition to the Collection Development requirements listed above, please respond to the items below.

1. Indicate which of the materials currently purchased for the Library collection is part of your standard service
Baker & Taylor can supply all of the material formats requested in the RFP.

Print Books/Audiobooks

Baker & Taylor's title database currently contains over 6.5 million records and our cataloging database over 5 million records. Our national inventory is over 18 million volumes, including 1 million in-stock titles representing over 75,000 publishers and imprints.

Title inventory includes Adult, Young Adult, and Juvenile selections, Fiction and Non-Fiction, appropriate for any audience or reading level. Choose from popular literature, classic literature, technical editions, reference editions and more.

DVD/Blu-ray

We stock the industry's widest supply of titles in all viewing categories. In addition to stocking all of the major studio theatrical hit releases, we also have an extensive inventory of instructional, how-to, juvenile, animated, documentary, movie musical, music video, Bollywood, and Spanish language selections. Children's selections are available for popular movie/TV programming as well as educational pieces suitable for K-12 grade student learning.

For many years Baker & Taylor has been a distributor of video entertainment products of Buena Vista Home Entertainment, a/k/a Walt Disney Studios Home Entertainment (“BVHE”). Recently, for reasons beyond Baker & Taylor’s control, our relationship as a direct distributor of this product line has changed. We have been working to resolve the interruption of the supply chain, but have not yet reached an agreement that would do so and are currently unable to supply BVHE video entertainment product to our public library customers. While we believe this interruption to be a temporary inconvenience, we cannot currently estimate when this interruption will be resolved. During this interim period, we will be transitioning BVHE video entertainment product to “Not Available from Baker & Taylor” status in Title Source 360 and cancelling existing back orders.

We remain committed to re-establishing our supply chain for BVHE video entertainment product and will keep you updated on our progress.

Music CD

Baker & Taylor stocks over 50,000 titles. Represented genres include: Latin, Soul, Reggae, Rhythm & Blues, Jazz, Country & Western, Pop, Classical, New Age, Soundtracks, Rap, Hip Hop, Blues, Rock, Alternative, Latin Rock, Blue Grass, Tropical, Norteno, Tejano, Regional Mexican, World Music, Children’s Music, Adult Contemporary, Contemporary Christian, Gospel, Folk, Polka, Dance, Holiday, and many more.

2. Describe in detail your selector interface and tools, indicating the cost, if any.

As part of Baker & Taylor’s comprehensive proposal, we are pleased to offer a Title Source package to the Library free of charge for the duration of the agreement. This configuration includes an Administrative ID, unlimited user ids, grid ordering capabilities, MARC profiler and free full text reviews, including Booklist.

Baker & Taylor’s Title Source 360™ is a way to order product from one trusted source. Through the latest innovative technology, Title Source 360 provides users with fast, accurate and personalized search results, and makes ordering easier than ever. Find the products you need and order them quickly and easily with a streamlined checkout process.

Baker & Taylor’s Title Source is the most extensive database of bibliographic acquisitions information for U.S. publications. This database includes book, eBook, spoken word audio, DVD/Blu-ray, and music CD titles. Each record gives current print status (i.e. Not-Yet-Published, Out-of-Print), in-stock availability, and latest list price. Title information is updated daily.

Title Source 360 Benefits:

- Largest database of book titles and media products
- Fast, customized search results based on prior searches or user profile
- Intuitive interface
- Inventory view and title searching within cart
- Product release calendar
- Special offers and promotions
- Live customer support
- Customized profiles
- Streamlined order management
- Simple batch entry upload and ordering process

Title Source 360 makes it faster and easier to order books, movies or music products — now you can have millions of products at your fingertips with one easy-to-use ordering system.

Customized Search and Browse Capabilities

Title Source 360 enhanced search capabilities include type-ahead and spell-checking to aid in your search.

Wealth of data at your fingertips

Each view provides publisher status, inventory level, estimated discounted price, cart and order duplication indication—without a single click of a button.

Enhanced MARC profiler

This feature makes integration with your ILS easy and efficient. Output customized, best available, MARC records with your required ILS data including, but not limited to, notes, location codes, fund codes, and collection codes, to create on-order records. On-order records can be used in the acquisitions process and to enable patrons to place holds on pre-pub titles.

Easy Cart Management

The innovative cart drawer is easily accessible on every page, so you can keep your lists and carts organized. Choose from multiple batch entry options: basic data entry, copy and paste and file import—multiple formats are supported.

Innovative Shared Cart Workflow

Share your cart with multiple users and control each step of the process, including selecting who can perform which function and assigning completion deadlines.

Title Source 360 makes it faster and easier to order books, movies or music products — now you can have millions of products at your fingertips with one easy-to-use ordering system.

The Title Source 360 database contains detailed, comprehensive, up-to-date information on over 9 million book titles, 265,000 DVD titles, and 780,000 music titles. Data elements also include: 45 key search indices (including LC and Dewey classes), eleven filter criteria (including stock status, publication date, binding, format, and grade level), and duplicate checking between orders and selection carts.

Duplication Check

Title Source 360™ offers the most extensive duplication check of previous carts and orders, and provides a dynamic tracking of the status of previous ISBN/Titles as the title moves through the B&T fulfillment process. Title Source 360™ is the only selection/acquisitions service able to offer such extensive duplicate checking.

Key Features of Title Source 360 are:

- Updated daily to insure accurate and current information, including in-stock titles, pre-publication, and new release titles
- Real-time inventory data
- Rich bibliographic information, including over 5.6 million jacket images in full color, first chapters, annotations, tables of contents, as well as standard bibliographic data such as author, ISBN, price, publisher, and publication
- Fully searchable Tables of Contents (1.4 million) and Annotations (5.4 million). Approximately 1.2 million full-text reviews, including *Kirkus*, *Library Journal*, *Publishers Weekly*, *School Library Journal*, *Horn Book*, *Choice*, *VOYA*, *BookPage*, *Foreword*, *AudioFile* and *E-Streams*
- Automatically access titles by review publication date
- Over 45 search indices, including BISAC, LC and Dewey classes
- Create, merge, copy, export and transfer selection carts. Carts can even be emailed to other users
- Download MARC records into your ILS system with 9XX tags
- Duplicate checking between orders and selection carts

- Ordering grid capabilities for the library to track multiple branch distribution of title copies as well as three other user defined fields
- Order grid information may be downloaded to the library's ILS system for ordering and/or transmitted to CLS in the electronic order file sent from Title Source 360
- Access to Lease Pre-publication lists and Quick Call
- Access to lookup ISBN's in library OPAC with one click
- Administrator determines levels of access for user IDs

Shared Cart Functionality:

- Simultaneous Access to or Sharing of a single cart by multiple users within single TS360 account.
 - Enhanced Duplicate Checking allows a user to perform a duplicate check for a single title before and/or after placing the title in the cart. Those customers using our Grid Distribution system will now see appropriate Grid information displayed in the printable popup window alongside previously provided duplicate information.
 - An Inline Grid Distribution Table is incorporated within the Detailed Title Display to give users the ability to enter multiple rows without having to go to a separate grid screen. It is also available as a popup read-only window for shared grid carts.
 - A Requisition Table for shared non-grid carts displays the requisition information supplied by all users and is viewable within the Detailed Title Display or from a popup window when using the Multiple Title Display. Information collected and displayed for each user includes: quantity, notes, and any Grid entries.
 - Administrators and Cart Owners can find and replace Grid entries that may be obsolete.
3. Specify additional vendors used to fulfill non-English language materials and indicate if additional delay in fulfilling these orders, if any.

Baker & Taylor is a primarily a US wholesaler; the majority of non-English language titles sold to our customers are published and distributed in the US. There is no additional delay in the fulfillment of these items.

Selected imported titles are also available; these titles typically require an additional 15 to 20 days for fulfillment.

4. Describe your process in supplying Opening Day Collections and what type of service is used to fulfill these orders (e.g. drop ship service).

Baker & Taylor's Opening Day Collection services are similar in many ways to our Customized Library Services for Ongoing orders as described throughout our proposal. However, we do offer some specialized services to help the Library manage your Opening Day Collection project smoothly and efficiently from start to finish.

Collection Management and Selection Tools

Baker & Taylor emphasizes a project-oriented approach in every aspect of the management of Customized Library Services. Collection Management follows these same rules of engagement, which has made us the leading shelf-ready supplier in the industry.

At an appropriate time after the award of the contract, Collection Management staff, in conjunction with the CLS Project Manager will:

- Contact designated library collection development staff for purpose of introductions and to acquire additional general information about the project or ongoing service requirements.

- Provide the designated library collection development staff copies of Collection Management profiling documentation in order to familiarize the library staff with the means with which B&T Collection Management librarians will document and record collection parameters.
- Visit the library and perform focused meetings with the library's collection development staff, in order to discuss and document detailed collection development requirements.
- Document, restate, and as necessary edit, with the library's input, the information acquired in the previous step. This will be presented to the library for sign-off as a confirmation of B&T Collection Management's understanding of the collection parameters.
- A tentative list production schedule will also be supplied and any technical/system issues will be addressed and documented.
- Upon sign-off, B&T Collection Management will provide sample selection lists/media for review by the library and as necessary, use feedback as a source of fine-tuning the documented requirements.
- Upon confirmation of sample conformance, B&T Collection Management librarians will start list/media production.
- If the library needs to adjust requirements after documentation sign-off, B&T Collection Management librarians will document the change and make necessary adjustments to support processes, output, schedules, and pricing.
- Baker & Taylor's Customized Library Services collection management approach is the structured and comprehensive approach required to address your collection development needs.

Fund Reporting

As part of our Opening Day Collection Services, Baker & Taylor will provide a fund accounting report every two weeks. A typical CLS fund report contains the following information:

Backorder - If the library chooses to accept backorders, these items have been ordered by the library but are not yet available in stock with B&T. They will remain on backorder until a time designated by the library has passed. Backorder information includes the units and net discount dollars but does not include value added services pricing. Including this pricing (unit charge for cataloging and processing) could artificially inflate fund reporting expenditures.

Pending - These items are available in stock and have been allocated to the library. From this point forward, these items cannot be re-allocated unless the order is cancelled. There are several internal phases of "pending" that include items in stock but not yet picked, items in cataloging, items in processing, or items in final review.

Invoiced - These items have been completely cataloged and processed as well as reviewed and are packed, stored, and ready to be shipped to the library.

Finally, the fund report provides several calculations that assist in reviewing and analyzing the project status. Budget figures are included in as much detail as possible and remaining balances are determined via formula for every category reported on. This helps the library and CLS wisely and effectively manage the budgets established in the beginning of the project. Where under-selection has potentially occurred, CLS will advise the library on strategies for expending or reallocating dollars in a specific category. Where over-selection has occurred, CLS will work with the library to reallocate dollars or reduce expenditures in the affected category.

The report is broken down by collections that are determined during the collection development profiling phase of the project. Collections can be as broad or precise as necessary, but must be coordinated with the collection development lists and the ordering methodology to maintain the

integrity of the information.

These reports are regularly reviewed by our collection development specialists so that we can provide additional management support and consultation where necessary.

Account Set-Up Process

B&T has developed an account set-up methodology to aid in the delivery process. Accounts will be established for each collection group defined by the library and our CLS project team at the Site Visit. Adult and juvenile nonfiction orders will be grouped by Dewey hundreds (000's, 100's, 200's, etc.). Adult and juvenile fiction orders will be grouped into 4 or 5 sections based on the first letter of the author's last name. Additional accounts will be set up as required by the library. For example, the library may want to separate out genre, large print or board books. This account set up process ensures that the shipment is delivered in logical groups for shelving. It also allows for detailed fund reporting by Dewey hundreds and other relative categories.

All units will be boxed, labeled and palletized as they are completed. Completed pallets will be shrink wrapped, labeled by customer project name and stored. CLS Project Management will ensure the materials are placed in the location of the library's choosing at the time of delivery.

Storage and Shipping Process

CLS will store the materials in our fully insured, climate-controlled distribution center until the desired shipment date(s). When the library is ready for delivery, the back audit team begins to prepare the library's collection for delivery. 30 days' notice for delivery is required for projects up to 50,000 units. 45-60 days is necessary for projects that exceed 50,000 units. The preparation for delivery includes marking the outside of each carton with the collection group of the material inside and organizing the pallets in a sequence that the project team determines to be the most efficient for unloading. This organization ensures items that will be in the farthest part of the library will be unloaded first from the truck. This step helps minimize unnecessary movement of cartons throughout the new library. The boxes will be stored and shipped in collection groups based on the account set up process.

Once a delivery date is determined, CLS and the library begin to work on a plan of action for the day or days required to fully move the boxed collection into the library. The planning begins with several conference calls that may also include library facilities management and/or construction project management personnel. Discussion points include the delivery parking area for truck maneuverability, best entry point into the library and whether or not materials can be moved in on pallets or hand trucks, necessary equipment (hand carts, pallet jacks, fork lifts, etc.), location of freight elevator(s) for multiple floor buildings, location of the shelves and specific collection parameters. Extra caution will be taken for delicate or fragile ceramic tile flooring or other sensitive building materials/areas. CLS strongly recommends that the library have the Certificate of Occupancy and fully constructed shelving before accepting/requesting delivery.

Our experience tells us that the day of delivery, no matter how well choreographed, always requires some improvisation. Because of this, the Project Manager and other CLS/B&T personnel as required will attend every initial library delivery. In addition to managing the on the ground delivery, the Project Manager can help provide expertise from past delivery experiences and can quickly contact other CLS/B&T personnel as necessary should questions arise. For larger deliveries, additional moving and unloading personnel may also be required. CLS will work with the library to ensure the appropriate resources are available to execute the delivery in a successful manner.

5. Describe automatic purchase plans and/or customized vendor selection.

AUTOMATICALLY YOURS – Automatic Purchase Plan

Baker & Taylor's Automatically Yours, a free author-based or series-based standing order program, delivers the latest publications right to your door. Select your favorite authors or series, and Baker & Taylor will send the latest titles, as soon as they are released. Additional details and plan brochures are available on our website at www.baker-taylor.com/ay, under Public Library Programs. Our buying department promptly places orders with Publishers 5-6 months prior to publication date to ensure that our library customers automatically receive their standing order titles in a timely manner. Monthly backorder confirmation reports are transmitted to alert our customers of forthcoming titles.

Baker & Taylor has a standing order module within Title Source 360™ where libraries can easily view and manage all of their Continuations series and Automatically Yours popular series, authors, and award winners on standing order. This automated acquisitions update streamlines and simplifies the material ordering process.

Automatically Yours has several different programs to choose from:

- Popular Adult Fiction Authors– featuring over 1,200+ fiction authors
- Popular Adult Fiction Authors eBooks- featuring 250+ fiction authors
- Popular Adult Non-Fiction authors- featuring 200+ non-fiction authors
- B&T CATS Authors/Illustrators – featuring over 900 of the most popular children and young adult authors, both fiction and non-fiction.
- B&T CATS Series- 3500+ popular children's and teen's series
- CATS Awards – over 80 different domestic and international awards and honors
- Spoken Word Audio- CD-1000+ Popular Adult Fiction Authors
- Spoken Word Audio- Digital Download- featuring 100 Popular Adult Fiction authors
- Large Print Popular Adult Fiction Authors -- over 1,100 authors
- Nonfiction Series
- Mass Market Series
- Book Club Plans
- Inspirational Authors – Offers over 250 authors to choose
- Graphic Novels - Available for Adult and Teen titles. Choose from more than 500 series.

With the dramatic rise in video demand, Baker & Taylor offers the following Automatically Yours DVD Standing Order Programs.

- Adult & TV Automatically Yours DVD Standing Order
- CATS (Children's And Teen Services) DVD Series Standing Order
- Box Office Hits Standing Order

FIRSTLOOK™ COLLECTION DEVELOPMENT SERVICES

FirstLook™ is Baker & Taylor's family of notification services, available to libraries. FirstLook™ is supported by a staff of experienced librarians and merchandising specialists who are experts in the publishing and entertainment industries. These services are supported by the industry's most sophisticated collection development management system, and title lists are provided via Title Source 360™ where they can easily be conditioned and downloaded into the ILS.

FirstLook™ Basic

FirstLook™ Basic is a free collection development program that provides notification of high-visibility, new, and forthcoming titles. FirstLook™ Basic is available to subscribers of Title Source 360™. Each month you will automatically receive a new cart that includes an up-to-date

title list. Lists are available in the following categories:

New Releases in Adult DVD	Adult Mass Market
New Releases in Children DVD	Adult Spanish
Adult Fiction	Children and Teens Mass Market
Adult Non-Fiction	Children and Teens Spoken Word Audio
Adult Large Print	Children and Teens Picture Books
Adult Reference	Axis 360 eBooks

FirstLook™ Custom (free of charge)

First Look Custom is a subscription Collection Development program that delivers fully customized selection lists for both print and non-print material based upon your selection criteria. Our custom-profiled lists make your selection as seamless as possible. You determine which lists you want, how you want them, and when you want to receive them by completing a profile document with your unique specifications in conjunction with your Baker & Taylor Sales Consultant and/or Collection Management staff member.

FirstLook™ Custom Features:

- Multiple selection criteria including but not limited to:
 - Subject criteria, such as Dewey and LC classification, BISAC and genre categories
 - Reviews and citations in review sources and/or bibliographies
 - Audience level
 - Series
 - Studios
 - Publishers
 - Citation in a Baker & Taylor publication or merchandising plan
 - Publication date
 - Format
- Flexible scheduling options
 - One-time special profiles (i.e. replacement lists) available
 - Weekly, semi-monthly, quarterly, contingent upon profile/material type
- Duplication management
 - Titles are checked against previous carts—view a title one time for selection efficiency and to prevent unwanted duplication
- List delivered as carts to Title Source 360™
- List sent via FTP, email or US mail in the following formats:
 - Word
 - Excel
 - PDF
 - MARC

B&T can provide collection development data in a laser printed hard copy, MARC, or PC compatible format including Microsoft Excel. Selection Lists can also be loaded into the Library's acquisitions system via Baker & Taylor's Title Source 360™, or via MARC acquisition records.

Merchandisers' Variety Program

The Merchandisers' Variety Program allows the Library to create separate profiles by subject category. The key criteria in title identification for these categories is the prepublication purchasing threshold, which represents Baker & Taylor's anticipated demand for these titles. The Merchandisers' Variety Program addresses all collection areas, including those that are typically not covered in review journals. There are different thresholds for different categories. Category coverage includes adult fiction genres and nonfiction categories, children's and teen areas, spoken word, Spanish language, music CD and video DVD. Examples include, but are not limited to:

- Adult & Children's Books
- Adult general fiction
- Adult mystery
- Adult romance
- Computer books
- Cooking
- Crafts and hobbies
- Children's chapter books
- Children's concept books
- Children's easy readers

The Merchandisers' Variety Program can stand alone or be integrated into a library's FirstLook™ profiles so that titles are delivered only one time, supporting efficient selection and integration with all collection development processes.

SELECTION LISTS

Baker & Taylor's Collection Management has one of the most extensive databases in the industry to support Opening Day Collection projects and ongoing selection. Our core selection application can access almost 10 million book, e-book, audio book, Music CD and DVD titles.

Our Title Source 360 site provides access to a variety of current release and pre-publication title lists. Please see below for additional information.

Popular title and topic lists, created by our Collection Development staff, are available for your access, in cart form. These lists are part of our Selection List Services.

Online Selection Lists (Free of Charge)

Baker & Taylor's online selection lists are developed by our professional staff to help save you time and effort in searching for titles of interest. Utilizing Title Source, you can browse our comprehensive list of Title Lists, developed exclusively for you.

Lists are organized into useful categories of similar lists, helping you easily browse the topics that interest you and your patrons.

- Academia
- Adult Fiction and Non-Fiction
- Children's Fiction and Non-Fiction
- Spanish Language Fiction and Non-Fiction
- Spoken Word Audio
- Music and Video
- Computer Titles
- Scientific, Technical, and Medical
- University Press
- UK Adult Titles
- Audio & Video Bestsellers
- Audio & Video New Releases
- Book Leasing (prepublication list of new releases)
- Booking Ahead
- Children's & Teen (CATS)
- Critic's Choice (award winners)
- Critic's Picks (book clubs, reviews)
- Fast Facts
- Librarian Selections

- Monthly Stars
- Spanish & Hispanic Titles

To access the lists, simply log-in from Title Source via Quick Links.

Catalog Listings (free of charge; available on-line and in Title Source cart format)

These catalogs are available electronically via our website www.baker-taylor.com. From the top horizontal bar, select “Libraries”; then “Public Libraries”. From the left side bar, select “Publications”.

- Forecast –Adult new release
- CATS Series – Children’s and Teens Series new release
- Español – Spanish language new release
- Graphic Novels – Graphic Novel new release
- Growing Minds – Children’s and Teens new release
- Scope – Science, technical, medical, and academic bestsellers
- Spirit – Religious, inspirational, and motivational titles
- Alert – DVD and Music titles, new release and retrospective

Music Lists (Free of Charge)

Electronic title lists are available in Title Source selection cart lists:

- Grammy Award Winners
- Country Music Association Award Winners
- Notable Artists
- National Public Radio Featured Artists

Focus on Music (Free of Charge)

Including Bestseller Lists of Jazz, Blues, Christian, Classical, Country, Latin, Rap/Hip-Hop, and Soundtracks (updated monthly)

Top 200 Albums

Rolling Stone’s Top 500 Greatest Albums of All Time

The Core List for Libraries

ChartToppers (First Look Cart) (Free of Charge)

First Look services are available exclusively for the use of our Title Source subscribers.

DVD Lists (Free of Charge)

Popular title/selection lists are available as Title Source carts; our e-lists and First Look Lists provide new release information for DVD product. Some examples of our lists are:

Award Winners

New Release, by Genre

Search our lists for the latest releases in Action/Adventure, Comedy, Documentary, Drama, Family, Foreign, Health & Fitness, Horror, Music Video, Mystery, Performing Arts, Science Fiction, Television, Top Sellers, and Westerns.

Current Topic

Additionally, we offer specialty, topical lists of current interest, such as films of Robin Williams, the Hunger Games series, works of Emmy nominees, and Children’s “Book to Film” releases.

CONTINUATIONS SERVICES/STANDING ORDERS

Since 1958, Baker & Taylor has been servicing libraries worldwide with our Continuation Services program. Baker & Taylor has extensive knowledge and experience in this area and offers the most comprehensive program available in the industry. This economical and efficient service enables librarians to select the titles they need on a standing order basis, order from a single source, and manage costs and collections with precise reports. Our commitment to customers is to regularly monitor 40,000+ Series offerings from 14,000+ Publishers to identify,

order and ship titles in a timely and efficient manner. The Continuation Services department employs a group of experienced Research Analysts whose primary function is to review publisher catalogs, web sites and trade journals to identify current and forthcoming issues contained in our Series offerings. With over 80 years of collective experience in the industry, their mission is to keep our comprehensive series/title database current, accurate and complete. Our seasoned buying department promptly places orders with Publishers 3-6 months prior to publication date to ensure that our Continuation's customers automatically receive their standing order titles in a timely manner.

Discounts for continuation services are provided in Exhibit 2.

Only Baker & Taylor can provide ALL of the following standing order services to the library:

- Access to a 40,000+ Series/title database
- 14,000+ publishers monitored
- Free Price Quotation Service
- Alternate-year cycling
- Free Comprehensive Management Reports
- Customized Subject Selection Lists
- Processing components (Value-added services)
- Series & Title Status reports delivered electronically
- Navigator (quarterly publication of Continuations titles)
- Customer access to database via the World Wide Web: <http://compass.btol.com>
- Free Account Transfer Service
- Publisher flyer mailings announcing "new & noteworthy" Series
- And much more

6. Describe integration with collectionHQ or similar services for discovery and Selection of materials for the following:

Our collectionHQ services are fully integrated with Title Source 360 via our Evidence-Based Selection Planning (ESP) tool. This ensures that circulation evidence can be used in conjunction with the ESP algorithm to make the most informed purchase decisions.

a. Opening Day Collections

Our Collection Management team can access the library's collectionHQ data and use it as a resource for evidence-of-demand to supply focused consideration carts to the library's selectors.

b. Books or other materials in non-English languages

collectionHQ information can be used to determine which materials are in demand at the library and supply relevant lists of titles for purchase consideration. Baker & Taylor is committed to using evidence of the library's own circulation, in conjunction with the library's goals, to make sure library funds are used to purchase the items the community needs.

c. Audiovisual materials and other formats

All formats captured in collectionHQ can be used by Baker & Taylor to help the library select the most relevant materials for the community.

Baker & Taylor's partnership with collectionHQ will assist in selecting titles by creating buying profiles for the Library based on several parameters, including system-wide collection performance, individual branch data, and data from similar branches. Your collectionHQ Account Manager has a thorough understanding of Baker & Taylor workflows and systems and will be

involved in every step of the analysis process. Resources for electronic books, downloadable audio books, and other formats, are also available with collectionHQ.

collectionHQ Stock Management and Selection Planning Services

collectionHQ, used by many of the top library systems in the U.S., U.K. and Australasia, is based on the proven Evidence-Based Stock Management (EBSM) methodology. By analyzing detailed circulation patterns, the methodology provides action plans to help librarians develop and manage collections, saving time and money, improving circulation, and aligning the collection with local demand.

collectionHQ's powerful toolset provides valuable insight and clear direction so that librarians can perform tasks that used to take weeks or months in a matter of minutes. From collection maintenance to collection development, collectionHQ eases workloads and frees up staff's time to work on other important areas within the library.

collectionHQ harnesses evidence of a collection's usage. This allows public libraries to analyze their demand and use that to influence subsequent purchases based on the proven EBSM methodology. This allows for detailed spending plans to be quickly created at the branch level.

Additionally, collectionHQ's unique and powerful 'Discovery Tool' gives clients access to circulation data collected from over 250 North American Public Libraries. Using 'Discovery', they are able to carry out searches on this data and compare the data against their own holdings. They may also identify specific items that are circulating well in other Public Libraries which they do not have in their own collection at present.

Having access to this very powerful library circulation data allows selectors to make more informed selection decisions, both quickly and efficiently, with the added peace of mind that the decisions have been backed up by hard evidence.

ESP – Evidence-Based Selection Planning:

Baker and Taylor, in conjunction with collectionHQ, has developed a new service, Evidence-Based Selection Planning (ESP), that brings the art of Baker & Taylor's collection development expertise together with the science of collectionHQ's data analytics, to create a decision support system integrated with Title Source 360 to equip libraries with the information to select the right titles and quantities, for the right locations.

ESP supports the purchasing of new materials using evidence from collectionHQ and the title identification from Baker & Taylor. ESP identifies the top forthcoming titles based upon past circulation by author, subject and series, determines the locations where copies need to be placed to satisfy patron demand and monitors budgets through the use of collectionHQ spending plans.

7. Describe any additional value added services provided.

Baker & Taylor's unique Evidence-based Selection Planning (ESP) service can enhance the ability of the library to choose the materials the community wants, based on a complex algorithm that applies evidence of demand to predict the circulation of forthcoming titles.

Provision C (Ordering and Shipping)

Description	Yes or No	Vendor Notes
Ability to order utilizing 9xx ordering and EDI ordering	Yes	Baker & Taylor systems are compatible with III Sierra and supports electronic order, acknowledgement, and invoicing functions.
Provide order confirmation, acknowledgement, and status information via FTP for uploading into the Library's order records for all titles ordered electronically.	Yes	All items ordered receive an electronic confirmation at the point of order (Confirmed/Backordered/Cancelled).
Utilize Carrier services with order tracking capability for shipments.	Yes	Shipments are delivered via trackable, commercial carriers.
Ability for customer to track shipments online	Yes	Online Customer Support (OCS) provides detailed order and shipment information and a link to the carrier site for shipping details.
Handling charges apply to standard library orders.	No	Not Applicable, no handling charges will apply.

In addition to the Ordering/Shipping requirements listed above, please respond to the items below

1. Describe in detail the ordering process indicating the use of the following:
 - a. 9xx ordering

Using Title Source, Selectors may create carts for order. MARC record data may be uploaded into your ILS system with 9XX tags. Title orders may be prepared via selection carts within our Title Source 360 bibliographic/selection website and uploaded to the ILS for order transmission. Our grid ordering feature gives you the ability to add fund and location codes to title selections.

- b. EDI ordering

Baker & Taylor systems are compatible with Sierra and support electronic ordering, with confirmation. Status is returned for each item ordered (Confirmed/Backordered/Cancelled).

2. Specify frequency of shipments as it relates to orders to indicate whether orders are shipped for quantities on hand when order is received or if orders are placed on hold until all quantities ordered are received.

Typically, orders are shipped as material is available and is cataloged/processed for delivery. We will be pleased to work with the Library to determine the shipping frequency which best fits your workflow.

3. Indicate the processing and delivery times

Average Delivery Timeframe (in-stock items)

Baker & Taylor will employ the appropriate amount of resources to maintain the fastest possible turnaround time for the Library's orders. Our average turn around for fully cataloged and processed (shelf-ready) material is 7-10 days from the creation of the order in our system or after

receipt of material from the manufacturer. Our average turn around for non-processed or Mylar-only or Case-only material is 1-2 days from the date of order. Processed materials that are not CLS/Shelf-Ready cataloged and processed orders (those processed using our standard TechXpress services) are shipped within 3-4 days of order on average. The expected transit time for New Release/Bestseller material or RUSH shipments is 1-2 days. Transit time for regular/non-rush orders is 3-4 days from your primary service center in Momence, IL.

4. Indicate the number of order fulfillment centers and locations throughout the U.S.

Baker & Taylor maintains warehouse locations in Commerce, GA and in Momence, IL. Our corporate office is located in Charlotte, NC.

a. If shipping from outside the U.S., indicate additional fees

Not applicable

5. Indicate source of non-English language materials

a. What vendors are used?

Baker & Taylor is primarily a US wholesaler; the majority of non-English language titles sold to our customers are published and distributed in the US. Some titles published outside of the US are sourced through specialty US distributors who import the material (Spanish Publications LLC, Lectorum Publications, and Santillana USA).

b. Is there a different order fulfillment cycle for receiving non-English language materials?

Baker & Taylor is primarily a US wholesaler; the majority of non-English language titles sold to our customers are published and distributed in the US. There is no additional delay in the fulfillment of these items. Selected titles are published outside of the US and are purchased through specialty US distributors. If not stocked at the US distributor location, these titles will typically require an additional 15 to 20 days for fulfillment.

Provision D (Invoicing/Billing)

Description	Yes or No	Vendor Notes
Ability to provide EDI invoicing, with a limit of 500 line items per invoice.	Yes	B&T systems are compatible with Sierra and support EDI invoicing. Individual invoices may be limited to 500 lines.
Ability to provide detailed invoices	Yes	<p>Baker & Taylor's invoices include Billing and Shipping Name and Address, Purchase Order Number, Reference to Packing Slip ("ATS" number), Title, Author, Publisher, ISBN, Binding, Quantity, List Price, Discount, Discounted Price, Net Total Cost for All Copies (after discount), Processing Cost (if applicable).</p> <p>Baker & Taylor invoices can list books alphabetically by title or author, or in the same sequence as the original purchase order. Processing charges will be listed separately on the same invoice containing the books ordered.</p>

Offer prompt payment discounts	No	Baker & Taylor's comprehensive discount offer was designed to hold down fees and does not require additional prompt payment obligations on the part of the Library.
Options to provide a monthly summary billing to allow for one invoice per account regardless of the number of boxes shipped during that month. Invoice can be split into multiple invoices should line items exceed 500.	Yes	<p>Monthly consolidated invoices are available, per account. These payment documents are issued via e-mail and contain a quick summary total of all invoices generated during the month for the account. Line item detail for all items shipped during the month is provided in a separate, associated document.</p> <p>Standard EDI invoices, issued with each shipment, will be limited to 500 lines.</p>
Provide access for Library staff to retrieve copies of invoices and order details online	Yes	<p>Invoice and status information is available via our Online Customer Support (OCS) at www.baker-taylor.com. OCS is Baker & Taylor's web-based account management system. OCS's search options include the ability to query orders by Purchase Order Number, B&T Number, ISBN, and Order Date Range. The OCS data is updated to reflect the latest order and invoice status, as well as up to six months of history. The library can obtain updated status information at any time by accessing OCS. A backorder summary report including information on all backordered and cancelled titles is available. The library can go to the reports/downloads tab to request this report, setting date parameters and selecting all accounts or specific ones. The report is emailed to the library within 24 hours. You can also view detailed information, including order and account status, warehouse location, quantities and prices, and shipping details. There's even an option that helps you print invoices and order details for your records.</p>
Ability to provide separate invoices for each account	Yes	Baker & Taylor has the ability to provide separate invoices for each account. Separate invoices are generated per account number.
Provide separate accounting and invoicing of services, as opposed to the materials provided	Yes	Charges for processing services may appear on the associated product invoice or may be invoiced separately.
Ability to group items by account number and include fund information per line item and subtotals on the shipping invoice	Yes	Consolidated invoices will display items shipped subtotaled by account number.

Provision E (Shelf Ready Services)

Description	Yes or No	Vendor Notes
Ability to provide credits for processing and or cataloging mistakes associated with the shelf-ready service	Yes	Incorrectly cataloged or processed material may be returned for replacement or for account credit. Your Project Manager will work with the Library to establish an error rate that is acceptable for the Library and issue credits if needed based on these mutually agreed upon terms.
Ability to implement shelf ready services for multi-format items (e.g. Children's read along books).	Yes	Shelf-ready services are available for multi-format items; DVD or CD product accompanying a print item may be separated and processed according to the Library's direction.
Ensure shelf-ready materials delivered before the item release date to be placed in circulation on the release/street date.	Yes	Baker & Taylor abides by all the rules and regulations as set forth in the publishing industry. Baker & Taylor will work with our operations team to ensure bestsellers/popular new titles are released in our system as soon as possible based on manufacturer/producer guidelines. Once titles are released in our system, we will catalog and process materials and will ship to the library prior to street date.

In addition to the Shelf-Ready Service requirements above, please respond to the items below.

1. Describe your shelf ready services.

Baker & Taylor has been leading the industry in providing libraries customized technical services for over thirty years. We have developed a multitude of innovative services in the area of collection management, cataloging services and technical processing. Due to technological advances and the increased complexity of library operations and projects, Baker & Taylor created Customized Library Services in 1996 to consolidate our valuable resources and experience in order to address the growing demand from libraries for more customized, specialized and unique services. CLS is a separate operating unit, whose sole focus is Opening Day Collections (ODC), Collection Expansions, Online Cataloging Solutions, Outsourcing Projects and Project Management. Customized Library Services (CLS) leverages Baker & Taylor's extensive fulfillment and distribution network to provide total project services. CLS has its own staff of over 300 trained professionals to perform the unique services to provide complete library solutions. We currently serve over 400 libraries on an ongoing basis and complete over 60 ODC/Collection enhancement projects per year.

Our Customized Library Services (CLS) division provides copy and adaptive cataloging and creates original records, customized to the needs of the Library. Processing requirements and labeling are provided as determined by Library specifications. Please see below for details. Unlike other vendors who outsource their processes or use automated processes to catalog materials, Baker & Taylor utilizes our cataloging staff to ensure all materials are 100% shelf ready when they arrive at your door. This minimizes the amount of staff time it takes to get items to the shelf. All original/adaptive cataloging is completed with book in hand, or procured from a book in hand source.

2. Describe your process for developing and refining the specifications required in establishing a shelf- ready profile.

The formation of Baker & Taylor's Customized Library Services brought with it the development of a project-oriented approach to Ongoing Collection Development, Opening Day Collections, and Ongoing Online Cataloging and Processing. This approach allows CLS management to schedule all facets of a project or ongoing service, including resources, and provides the foundation and framework for the entire project while creating a mutual understanding of the requirements of both the Library and CLS.

The first step in the implementation of the CLS project management process is the establishment of a project team. All CLS project teams consist of a minimum of a project manager, collection development manager, an automation specialist/cataloging/processing manager, and an account coordinator. Team members are responsible for managing their assigned resources to complete the project. In turn, each team member works closely with the project manager to ensure compliance to all requirements.

Upon successful award to CLS, the project manager immediately contacts the library's project coordinator to begin developing the partnership that will carry throughout CLS service to the library or the projects' completion. At this time, the project manager contacts the library to review the next steps in the process and possible site visit dates and also requests samples of barcodes, genre labels, ownerships labels or other labels as applicable. The project manager will work with the library to schedule a series of conference calls, including the appropriate CLS and library project team members. The goals of these calls will be to establish connectivity to the library's catalog, review the cataloging and processing specifications supplied in the proposal process and further define them if needed, profile any collection development needs, and assist in the coordination of any electronic ordering/account set up. At the end of these conference calls, all CLS project team members will review their notes and provide a comprehensive requirements documentation package to the library. Upon receipt of the library's approval of the requirements package, CLS will create cataloged and processed samples.

Your project manager will deliver these samples to the library, giving the library another opportunity to confirm that CLS understands their requirements. At this time the project manager can walk the library through placing their first orders and discuss a fulfillment schedule with the library.

Ultimately, the key to successful project management is communication. Internally, CLS emphasizes and focuses on team communication for facilitation and completion of all processes and tasks. Externally, this communication is no less important. Team to team communication between the library and CLS builds a confidence and the environment that is needed for the successful completion of any project. In support of this "communications environment", the project manager is responsible for establishing regular conference calls with the library and all the CLS team members. These meetings can serve a number of purposes, such as the regular review of profiles, requirements, and project status updates. Our experience has also proven that these meetings and calls aid in the development of the relationship between CLS and the library by promoting open lines of communication at all times and by helping to resolve any issues or questions to the mutual satisfaction of the library and CLS.

A final component of project management is consulting support. All CLS project managers have significant project and delivery experience that can provide ongoing support and aide to the library. This additional knowledge base is free of charge and comes from working with seasoned project professionals. This support can be an invaluable and timely tool from collection development strategy all the way to the delivery implementation.

3. Describe your procedure for handling special shelf-ready requests and associated costs (e.g. removing ISBNs for eBooks, Large Print, and Audio from MARC records; adding additional MARC tag fields).

Your project manager will work with the Library to develop detailed handling instructions for each format specified. Prices for cataloging/processing are included within this proposal in our separate Cost Proposal section. We will be pleased to review any additional requirements provided to determine if additional costs will be incurred. Please see Provision F, Items 1-3 below for detailed information regarding our cataloging methodology and other shelf-ready processing procedures.

4. Describe your process to ensure quality and accuracy.

Baker & Taylor uses our CLS Back Audit team to ensure quality and accuracy. The back audit team is the final step in insuring the material we ship to the library is of the highest quality and is in compliance with the library's profiled specifications. The CLS back auditors inspect each order by cross referencing the completed processing and the processing instructions gathered at the site visit. Once the library's material passes this stage, the order is ready to be staged for delivery to the library.

5. Indicate the order fulfillment cycle for items processed as shelf-ready.

After an item is ordered, our staff will provide an appropriate cataloging record.

Only authorized CLS catalogers have access to the library's database and work file. The cataloger will process material first by searching for a matching record in the library's database and work file simultaneously.

A successful search occurs when our cataloger matches the data elements found in the appropriate record tags. CLS considers the title, author, imprint/publisher, edition and date of publication when matching a record. During the CLS profiling, the project team will document the appropriate attributes for matching records. When a matching record is found, the appropriate item level information (examples: barcode number, list price, collection code, etc.) is keyed and the record is saved to the library's work file.

If a record is not found in the library's database or work file, the CLS Bibliographic Database is searched, followed by LC MARC and the resource databases of TLC. The CLS Bibliographic Database contains all CIP records upgraded to full MARC standards by CLS catalogers, as well as new records created by CLS original catalogers.

If the record is not found in the above resources, catalogers will search various other databases according to the wishes of the individual library. The cascading search could include OCLC, the CLS Bibliographic Database, LC MARC and the resource databases of TLC. The CLS Bibliographic Database contains all CIP records upgraded to full MARC standards by CLS catalogers, as well as new records created by CLS original catalogers.

As stated above, the Library may also choose to have CLS search OCLC on their behalf for records not found in the library's catalog. Once a record is located in OCLC it is saved to the Library's work file and the record is updated to the Library's specifications. The option of utilizing OCLC will also help to minimize the Library's need for original cataloging. Please note that the process of using OCLC is available upon CLS' receipt of a signed third party agreement which grants permission to our catalogers to access OCLC on the library's behalf. There are no additional charges from CLS for this service. However, it should be noted that all corresponding OCLC charges will be the responsibility of the Library. On a weekly basis, an electronic file is sent to OCLC to update the library's holdings for all contributed records.

When a full matching record is found in one of the resource databases, it is upgraded to meet the library's specifications and the appropriate item tag is keyed. The record is then saved to the library's work file.

If the matching record found is not a full level record, the record is upgraded to meet LC standards and is saved to the CLS Bibliographic Database. The record is then further edited to meet the library's specifications and the appropriate item record is keyed. The record is then saved to the library's work file. The exception to a full level record would be that some AV pre-pub records are not upgraded to full MARC standards. However, these records are upgradeable to the Library's local standards. If a matching record cannot be found in the multi-database search string, a request is forwarded to an original cataloger in the CLS department. Our original catalogers will create a record according to RDA rules. LC authority files are used to validate author and subject headings. Once the record is created, it is saved into the CLS Bibliographic Review File. Once the record has been reviewed and approved, it is saved in the CLS Bibliographic Database. The library's assigned cataloger is notified and the record will be edited to meet the library's specification and appropriate item tag is keyed.

Every title sent to the library will have a full MARC record with the appropriate item tags. The records will either be new additions to the library's catalog, edited and modified to the library's standards, or existing records from the library's catalog.

When the cataloger has completed the order, laser printed label sets consisting of spine, barcode, bibliographic, and other labels as required by the library are printed. The barcode is provided in a standard format, with an eye readable number strip available. All other labels are customizable for font, pitch, boldness and italics. Options for label font include Courier, Times New Roman and Arial and pitches 12, 14, 16 and text can be left justified or centered. For thin books, we can provide one line spine labels and for Picture Books we can provide a larger font author letter spine label. The library will supply a unique barcode range, barcode prefix, and symbology information. Call number and bibliographic information is extracted directly from the MARC record to ensure accuracy. After the labels are printed, a file of MARC records corresponding to the titles in the order is created. Released records are flagged so they cannot be selected again.

The file of records will be put on the B&T FTP server for the library to retrieve and load. The records are maintained on the Library's work file for historical reference.

PROCESSING

The CLS department has over 300 trained professionals staffed to handle the library's customized requirements. These staff members are dedicated to meeting the library's requirements and exceeding your expectations. Our commitment to excellence and doing the job right the first time is unmatched in our industry. After cataloging is complete, the processing department completes the physical processing of each item. The processors review the processing instructions gathered at the site visit. Following these instructions, the processor attaches the spine label, barcode, and any special labels required by the library. After the application of all physical components, the library's materials move to the jacket selection area. Experienced technicians size the books so the appropriate Mylar jacket can be applied to the dust cover of the book. After the material is fully processed, it is ready for the final and most important stage in our CLS process, back audit.

BACK AUDIT

The back audit team is the final step in insuring the material we ship to the library is of the highest quality and is in compliance with the library's profiled specifications. The CLS back auditors inspect each order by cross referencing the completed processing and the processing instructions gathered at the site visit. Once the library's material passes this stage, the order is ready to be staged for delivery to the library.

6. Describe your process to catalog non-English language titles and indicate additional fees to implement

The vast majority of non-English language titles purchased by our customer base are Spanish language. Our in-house cataloging staff includes Spanish language catalogers dedicated to the support of this material. If original record creation is required, records follow RDA rules and are created in English. Fees for cataloging/processing services are outlined in the Cost Proposal; there are no additional fees associated with Spanish language material.

Provision F (Cataloging/Processing)

Description	Yes or	Vendor Notes
Provide original cataloging data via FTP compatible with the Sierra system.	Yes	B&T systems are compatible with Sierra; MARC is compatible with Sierra as well.
Ability to provide full MARC21 records, with RDA implementation	Yes	B&T has the ability to provide full MARC21 records, with RDA implementation. Please note, catalog records will follow the conventions/rules in effect as of the date of record creation.
Ability to catalog non- English language titles	Yes	The vast majority of non-English language titles purchased by our customer base are Spanish language. Our in-house cataloging staff includes Spanish language catalogers dedicated to the support of this material. If original record creation is required, records follow RDA rules and are created in English.
Ability to ensure quality and accuracy of cataloging records	Yes	Our cataloging staff follows RDA cataloging rules. A peer review system ensures that each original record or adaptive cataloging record produced is reviewed for accuracy by a professional degreed librarian. Copy cataloging records are reviewed in appropriate sample-size batch audit processes. Additionally, we investigate any report or inquiry on record detail.
Ability to catalog non-English language titles and indicate additional charges to implement	Yes	The vast majority of non-English language titles purchased by our customer base are Spanish language. Our in-house cataloging staff includes Spanish language catalogers dedicated to the support of this material. If original record creation is required, records follow RDA rules and are created in English. Fees for cataloging/processing services are outlined in the Cost Proposal; there are no additional fees associated with Spanish language material.
Credits issued for processing mistakes	Yes	Incorrectly cataloged or processed material may be returned for replacement or for account credit.

In addition to the Cataloging/Processing requirements above, please respond to the items below.

1. Describe the cataloging process for materials without existing full MARC 21 records.

Customized Library Services' custom cataloging is Baker & Taylor's premier service. CLS has performed online cataloging, editing and maintenance for Libraries since 1989. Our preferred

method is to access the Library's ILS using the Z39.50 protocol. Customized Library Services has partnered with The Library Corporation (TLC) to create a state of the art cataloging methodology that leverages Z39.50 protocol for accessing the library's database and a resource pool of records from the Library of Congress and any Baker & Taylor created records. This technology allows our CLS catalogers to have access to the most current version of the library's cataloging records without the overhead of being directly online. Records obtained from the Library's database are saved to a library specific work file located in our secure cataloging utility. The records in the work file are used in the creation of spine labels and as a vehicle for providing item-linking information.

Major Features of the CLS Preferred Cataloging Methodology (Z39.50):

Only authorized CLS catalogers have access to the library's database and work file. The cataloger will process material first by searching for a matching record in the library's database and work file simultaneously.

A successful search occurs when our cataloger matches the data elements found in the appropriate record tags. CLS considers the title, author, imprint/publisher, edition and date of publication when matching a record. During the CLS profiling, the project team will document the appropriate attributes for matching records. When a matching record is found, the appropriate item level information (examples: barcode number, list price, collection code, etc.) is keyed and the record is saved to the library's work file.

If a record is not found in the library's database or work file, the CLS Bibliographic Database is searched, followed by LC MARC and the resource databases of TLC. The CLS Bibliographic Database contains all CIP records upgraded to full MARC standards by CLS catalogers, as well as new records created by CLS original catalogers.

If the record is not found in the above resources, the Library may also choose to have CLS search OCLC on their behalf for records not found in the library's catalog. Once a record is located in OCLC it is saved to the Library's work file and the record is updated to the Library's specifications. The option of utilizing OCLC will also help to minimize the Library's need for original cataloging. Please note that the process of using OCLC is available upon CLS' receipt of a signed third party agreement which grants permission to our catalogers to access OCLC on the library's behalf. There are no additional charges from CLS for this service. However, it should be noted that all corresponding OCLC charges will be the responsibility of the Library. On a weekly basis, an electronic file is sent to OCLC to update the library's holdings for all contributed records.

When a full matching record is found in one of the resource databases, it is upgraded to meet the library's specifications and the appropriate item tag is keyed. The record is then saved to the library's work file.

If the matching record found is not a full level record, the record is upgraded to meet LC standards and is saved to the CLS Bibliographic Database. The record is then further edited to meet the library's specifications and the appropriate item record is keyed. The record is then saved to the library's work file. The exception to a full level record would be that some AV pre- pub records are not upgraded to full MARC standards. However, these records are upgradeable to the Library's local standards. If a matching record cannot be found in the multi-database search string, a request is forwarded to an original cataloger in the CLS department. Our original catalogers will create a record according to RDA rules. LC authority files are used to validate author and subject headings. Once the record is created, it is saved into the CLS Bibliographic Review File. Once the record has been reviewed and approved, it is saved in the CLS Bibliographic Database. The library's assigned cataloger is notified and the record will be edited to meet the library's specification and appropriate item tag is keyed.

Every title sent to the library will have a full MARC record with the appropriate item tags. The records will either be new additions to the library's catalog, edited and modified to the library's standards, or existing records from the library's catalog.

When the cataloger has completed the order, laser printed label sets consisting of spine, barcode, bibliographic, and other labels as required by the library are printed. The barcode is provided in a standard format, with an eye readable number strip available. All other labels are customizable for font, pitch, boldness and italics. Options for label font include Courier, Times New Roman and Arial and pitches 12, 14, 16 and text can be left justified or centered. For thin books, we can provide one line spine labels and for Picture Books we can provide a larger font author letter spine label. The library will supply a unique barcode range, barcode prefix, and symbology information.

Call number and bibliographic information is extracted directly from the MARC record to ensure accuracy. After the labels are printed, a file of MARC records corresponding to the titles in the order is created. Released records are flagged so they cannot be selected again. The file of records will be put on the B&T FTP server for the library to retrieve and load. The records are maintained on the Library's work file for historical reference.

2. Describe your processing services.

TechXpress Services

Baker & Taylor offers a comprehensive range of processing/cataloging services for the shelf-ready preparation of book, spoken word audio, DVD, and Music CD product through TechXpress. This service provides cataloging and processing solutions and service levels designed to accommodate every need.

Baker & Taylor can provide a full range of processing services, including Mylar jackets, plastic cover lamination for paperback materials, cases, cover art, spine labels, catalog cards, barcodes, and ownership labels/stamping.

Customized Library Services

Baker & Taylor also can provide fully shelf-ready processing/cataloging services adapted to the Library's local practices through our Customized Library Services (CLS) division. The CLS department has over 300 trained professionals staffed to handle the library's customized requirements. These staff members are dedicated to meeting the library's requirements and exceeding your expectations. Our commitment to excellence and doing the job right the first time is unmatched in our industry. After cataloging is complete, the processing department completes the physical processing of each item. The processors review the processing instructions gathered at the site visit. Following these instructions, the processor attaches the spine label, barcode, and any special labels required by the library. After the application of all physical components, the library's materials move to the jacket selection area. Experienced technicians size the books so the appropriate Mylar jacket can be applied to the dust cover of the book. After the material is fully processed, it is ready for the final and most important stage in our CLS process, back audit.

CLS Shelf Ready Processing can also include the application and linking of RFID tags. Baker & Taylor's Customized Library Services has been providing RFID services for print and audiovisual material since 2001 and have linked, printed and/or applied tags for millions of items. As the number of vendors and product offerings has grown with regard to RFID technologies, CLS too has grown in our vendor relationships and linking and application capabilities. We currently work with 3M, Arcus, Bibliotheca, Envisionware, FE Technologies, ITG, Lib Convert, Libramation, MKStaff, PV Supa and Tech-Logic. As this is a developing technology with unlimited potential for library use, Baker & Taylor's Customized Library Services will continue to support the needs and requirements of our customers.

3. Describe your procedure for handling special processing requests (e.g. RFID tag placement on board books, placing barcodes in sequential order)

Each account is profiled with diagrams and descriptive notes on any special handling request regarding processing components or the appearance of labels and label placement. All CLS accounts have standard account procedure (SAP) documents on file that are maintained that describe all cataloging and processing requirements in detail. This documentation is the final rule followed by our staff members when preparing your material for the shelf.

4. Describe your process for developing and refining the specifications for required services.

After working with Library staff to document requirements, B&T staff will prepare sample items for your review. Through further discussions and sample review with Library staff, specifications are refined and agreed. Only then will ongoing order and fulfillment begin.

5. Indicate the order fulfillment cycle for processed items

After cataloging is complete, the processing department completes the physical processing of each item. The processors review the processing instructions gathered at the site visit. Following these instructions, the processor attaches the spine label, barcode, and any special labels required by the library. After the application of all physical components, the library's materials move to the jacket selection area. Experienced technicians size the books so the appropriate Mylar jacket can be applied to the dust cover of the book.

6. Describe your process to ensure quality and accuracy

The back audit team is the final step in insuring the material we ship to the library is of the highest quality and is in compliance with the library's profiled specifications. The CLS back auditors inspect each order by cross referencing the completed processing and the processing instructions gathered at the site visit. Once the library's material passes this stage, the order is ready to be staged for delivery to the library.

Exhibit B**DISCOUNT TERMS AND CONDITIONS OF SALE****Discount Terms and Conditions of Sale (FIRM ORDER BOOK/SPOKEN WORD AUDIO and CONTINUATIONS) Sunnyvale Public Library (CA)**

Product Category	Category Definition (a)	Price Indicator	Discount
I.	Adult Trade Hardcover Editions (Popular Fiction & Non-Fiction, and may include some spoken word audio)	0 - (zero) (Hardcover Trade Editions) C - (Hardcover Computer Books)	47.1%
II.	Juvenile Trade Hardcover Editions (Popular Fiction & Non-Fiction)	J	47.1%
III.	Adult Quality Paperback Editions (Popular Fiction & Non-Fiction)	B - (Paperback Trade Editions) C - (Paperback Computer Books)	41.2%
IV.	Juvenile Quality Paperback Editions (Popular Fiction & Non-Fiction)	G	41.2%
V.	Mass Market Paperback Editions	P	41.2%
VI.	Single Edition Reinforced (Juvenile)	R	40.0%
VII.	Publisher's Library Edition (Juvenile)	Z	22.3%
VIII.	University Press Trade Editions (may be of any binding and include some spoken word audio)	A	17.0%
IX.	Text, Technical, Reference, Professional Medical, Small Press, some University Press titles (excluding University Press Trade Editions) and/or Titles of Limited Demand (may be of any binding and include some spoken word audio)	S/X/N - (Text, Technical, or Reference Editions) L - (Hardcover Editions from Small Press and Hardcover Titles of Limited Demand—primarily Adult) 7 - (Hardcover Titles of Limited Demand—primarily Juvenile) M - (Paperback Editions from Small Press and Paperback Titles of Limited Demand—primarily Adult) 1 - (Paperback Titles of Limited Demand—primarily Juvenile) T/U/V/W/4/Letter O - (Specialty Textbooks) 5/6/8 - (Professional Medical Titles)	S = 10.0% X = 10.0% N = 0.0% (b) L = 10.0% (c)(d) 7 = 40.0% (d) M = 10.0% (c)(d) 1 = 40.0% (d) T = 0.0% U = 0.0% V = 0.0% W = 0.0% 4 = 10.0% Letter O = 10.0% 5 = 0.0% 6 = 0.0% 8 = 0.0%
X.	Imported English and Non-English Language Editions	F/K/3	F = 0.0% K = 10.0% 3 = 0.0%
XI.	Enhanced Service Program	Y / Q	0.0% (e)
XII.	Spoken Word Audio	H	45.4%
XIII.	Board Books	I	22.3%
XIV.	Novelty Items/Activity Books	I	22.3%
XV.	Special Programs, such as: - Paw Prints and FollettBound Editions - Turtleback Editions - Playaway Audio Editions	D E All Playaway Audio editions	D = 10.0% E = 10.0% 25.0%

- (a) Please see Baker & Taylor's Category Definitions for full category definitions, which are attached hereto and incorporated herein by reference. Materials produced for TextStream print-on-demand services may fall into any category.
- (b) Titles which receive minimal publisher discount will be invoiced at publisher's list price.
- (c) Represents publishers with limited sales volume, based upon a semi-annual review. These titles may be of any binding type or publisher of origin.
- (d) Represents individual titles which do not qualify for preferred stock status (based upon a quarterly review) and individual titles which qualify for preferred stock status, but have limited demand (calculated over a rolling 12 month period). These titles may be of any binding type or publisher of origin.
- (e) Titles where Baker & Taylor receives no discount from the publisher or prepayment is required by the publisher or publishers whose titles have limited demand and/or non-commercial publishers will be invoiced at list price.

Cost of Services for Print Materials

Description	Service	Supplier	UOM	Cost
Property Label	Shelf-Ready, Processing	Vendor	EA	\$0.10*
Barcode (vendor supplied)	Shelf-Ready, Processing	Customer	EA	\$0.10*
Genre Label	Shelf-Ready	Vendor	EA	\$0.10*
RFID Tags (vendor supplied)	Shelf-Ready, Processing	Customer	EA	\$0.20*
RFID Tag application and activation (vendor supplied)	Shelf-Ready, Processing	Customer	EA	\$0.25*
Mylar covers, taped, for hardbound titles with dust jackets	Shelf-Ready, Processing	Vendor	EA	\$0.69*
Laminate paperback covers (8 mil Clear Laminate Covers)	Processing	Vendor	EA	\$1.15
Original cataloging (Only available through CLS shelf ready services)	Shelf-Ready, Cataloging	Vendor	LOT	\$10.00/title
Access to MARC records/title via FTP (Free of charge)	Shelf-Ready, Cataloging	Vendor	LOT	\$0.00
Z39.50 Protocol (Only available through CLS shelf ready services)	Shelf-Ready, Cataloging	Vendor	EA	\$0.00**
TOTAL				\$0.75/unit Base Price***

*Prices listed are individual a la carte prices for components and services if those are requested through our standard TechXpress processing services. All of these requested services and components are included in our blended Full Shelf Ready pricing for CLS services, with the exception of Laminate paperback covers and Original Cataloging charges.

** Accessing the Library's catalog via Z39.50 Protocol is no additional charge but is only available as part of our CLS Shelf-Ready services.

For those records where cataloging is not available in the library's database or B&T's cataloging utility, CLS will provide an original cataloging record for \$10.00/title. Titles requiring original cataloging will be priced separately at \$10.00/title for the first copy of every title ordered. If multiple copies of a title are ordered, the \$10.00 charge will only apply once, however, the comprehensive cataloging and processing charge will apply to each unit including the initial unit that receives the \$10.00 charge.

*** Base price for standard services is \$.75/unit plus \$.69/unit for a Mylar jacket on Hardcover Titles or \$1.15/unit for a Laminate Cover for Paperback Titles.

Cost of Services for Audiovisual Materials

Description	Service	Supplier	UOM	Cost
Property/Logo Label	Shelf-Ready, Processing	Vendor	EA	\$0.15*
Spine Label	Shelf-Ready, Processing	Vendor	EA	\$0.15*
Barcode	Shelf-Ready, Processing	Vendor	EA	\$0.15*
# of Discs Label	Shelf-Ready, Processing	Vendor	LOT	\$0.15*
RFID Overlay and Tag	Shelf-Ready, Processing	Vendor	EA	\$0.30*
RFID application and activation	Shelf-Ready, Processing	Vendor	EA	\$0.25*
Processed into the original case for singles and doubles	Shelf-Ready, Processing	Vendor	EA	\$0.00*
Processed into the 4/6 case for DVD and Blu-Ray (Price varies based upon selected case)	Shelf-Ready, Processing	Vendor	EA	\$1.16 – 3.29*
Access to MARC records/title via FTP (Free of charge)	Shelf-Ready, Cataloging	Vendor	LOT	\$0.00
Associated cost for removing shrink wrap from CD/DVD/Blu-Ray	Shelf-Ready, Processing	Vendor	EA	\$0.40*
Z39.50 Protocol (Only available through CLS)	Shelf-Ready, Cataloging	Vendor	EA	\$0.00**
TOTAL				\$1.55/unit Base Price***

*Prices listed are individual a la carte prices for components and services if those are requested through our standard TechXpress processing services. Digital Media Processing is also available. All of these requested services and components are included in our blended Full Shelf Ready pricing for CLS services, with the exception of Original Cataloging charges.

** Accessing the Library's catalog via Z39.50 Protocol is no additional charge but is only available as part of our CLS Shelf-Ready services.

*** Base price for standard services is \$1.55/unit plus additional case costs if needed. Digital Media Processing is also available.

CLS Shelf-Ready Services

PRINT MATERIAL

All items will be supplied by CLS unless otherwise noted:

PRINT ONGOING COLLECTION SERVICES.....\$3.50/UNIT

INCLUDES:

1. ADAPTIVE AND COPY CATALOGING WITH CIP UPGRADES WHERE NEEDED, INCLUDING OCLC RECORDS AND UPDATES TO OCLC, UTILIZING Z39.50 PROTOCOL
2. ITEM LINKING
3. PROJECT MANAGEMENT SUPPORT
4. MYLAR JACKET
5. SUPPLY, LINK AND AFFIX VENDOR SUPPLIED RFID TAG
6. SPINE LABEL
7. BARCODE LABEL
8. GENRE LABEL
9. PROPERTY LABEL

SPOKEN WORD AUDIO ONGOING SERVICES.....\$6.40/UNIT

INCLUDES:

1. ADAPTIVE AND COPY CATALOGING WITH CIP UPGRADES WHERE NEEDED, INCLUDING OCLC RECORDS AND UPDATES TO OCLC, UTILIZING Z39.50 PROTOCOL
2. ITEM LINKING
3. PROJECT MANAGEMENT SUPPORT
4. DIGITAL MEDIA PROCESSING TO INCLUDE SPINE LABEL, BARCODE LABEL, # OF DISCS LABEL
5. SUPPLY, LINK AND AFFIX VENDOR SUPPLIED RFID TAG AND OVERLAY
6. REMOVE SHRINK-WRAP AND REPACKAGE INTO B&T STANDARD CASES

ADDITIONAL SERVICES AVAILABLE AT THE LIBRARY'S REQUEST:

JUVENILE KITS CATALOGING AND PROCESSING (ADDITIONAL)	\$2.25/UNIT
LAMINATE PAPERBACK COVERS (ADDITIONAL)	
10 MIL CLEAR POLY	\$1.99/UNIT
8 MIL CLEAR POLY	\$1.15/UNIT
ORIGINAL CATALOGING.....	\$10.00/TITLE

- * BAKER & TAYLOR CURRENTLY WORKS WITH MOST RFID SYSTEMS. OUR TAGS OPERATE AT 13.56MHZ, AND ARE RE-WRITEABLE, AND FULLY COMPLIANT WITH ISO15693. IF AFTER COMPATIBILITY TESTING B&T DOES NOT HAVE THE CURRENT SOFTWARE/HARDWARE IN PLACE FOR THE SYSTEM CHOSEN BY THE LIBRARY, BAKER & TAYLOR RESERVES THE OPTION TO REVISE THIS PRICING. IN THESE INSTANCES CUSTOMERS SHOULD SUPPLY B&T UNPROGRAMMED RFID TAGS
- * DUE TO SUPPLIER RESTRICTION, DIGITALLY SCANNED ARTWORK IS NOT AVAILABLE FOR BLACKSTONE AUDIO PRODUCT.
- ◆ FOR THOSE RECORDS WHERE CATALOGING IS NOT AVAILABLE IN THE LIBRARY'S DATABASE OR B&T'S CATALOGING UTILITY, CLS WILL PROVIDE AN ORIGINAL CATALOGING RECORD FOR \$10.00/TITLE. TITLES REQUIRING ORIGINAL CATALOGING WILL BE PRICED SEPARATELY AT \$10.00/TITLE FOR THE FIRST COPY OF EVERY TITLE ORDERED. IF MULTIPLE COPIES OF A TITLE ARE ORDERED, THE \$10.00 CHARGE WILL ONLY APPLY ONCE, HOWEVER, THE COMPREHENSIVE

CATALOGING AND PROCESSING CHARGE WILL APPLY TO EACH UNIT INCLUDING THE INITIAL UNIT THAT RECEIVES THE \$10.00 CHARGE.

A/V MATERIAL

DVD/BLU-RAY/MUSIC CD\$4.50/UNIT*

INCLUDES:

1. ADAPTIVE AND COPY CATALOGING WITH CIP UPGRADES WHERE NEEDED, INCLUDING OCLC RECORDS AND UPDATES TO OCLC, UTILIZING Z39.50 PROTOCOL
2. ITEM LINKING
3. PROJECT MANAGEMENT SUPPORT
4. DIGITAL MEDIA PROCESSING TO INCLUDE SPINE LABEL, BARCODE LABEL, # OF DISCS LABEL
5. SUPPLY, LINK AND AFFIX VENDOR SUPPLIED RFID TAG AND OVERLAY
6. REMOVE SHRINK-WRAP AND REPACKAGE INTO B&T STANDARD CASES

* TITLES REQUIRING ORIGINAL CATALOGING WILL BE PRICED SEPARATELY AT \$10.00/TITLE. THE COMPREHENSIVE CATALOGING AND PROCESSING CHARGE WILL APPLY TO EACH UNIT, INCLUDING THE INITIAL UNIT THAT RECEIVES THE \$10.00 CHARGE.

* AV CATALOGING AND PROCESSING PRICES FOR CDS AND DVDS ARE FOR BOTH SINGLE AND MULTIPLE DISC RELEASES.

Title Source 360

As part of Baker & Taylor's comprehensive proposal, we are pleased to offer a Title Source package to the Library free of charge for the duration of the agreement. This configuration includes an Administrative ID, unlimited user ids, grid ordering capabilities, MARC profiler and free full text reviews, including Booklist.

ESP – Evidence-Based Selection Planning

Baker and Taylor, in conjunction with collectionHQ, has developed a new service, Evidence-Based Selection Planning (ESP), that brings the art of Baker & Taylor's collection development expertise together with the science of collectionHQ's data analytics, to create a decision support system integrated with Title Source 360 to equip libraries with the information to select the right titles and quantities, for the right locations.

ESP supports the purchasing of new materials using evidence from collectionHQ and the title identification from Baker & Taylor. ESP identifies the top forthcoming titles based upon past circulation by author, subject and series, determines the locations where copies need to be placed to satisfy patron demand and monitors budgets through the use of collectionHQ spending plans.

Baker & Taylor is pleased to offer Sunnyvale ESP Basic free of charge as part of our comprehensive bid proposal. If the Library would like to upgrade to ESP Professional, this is available for \$7,500/year.

Baker & Taylor, LLC
Discount Terms and Conditions of Sale

Also, please note that:

- Publisher's list price is subject to change without notice.
- Except where otherwise noted, book discounts are applied to current publisher's list price at the time of shipment.
- Baker & Taylor reserves the sole right to be the final determinant of product categories, category definitions and price indicators. The discounts vary based on this determination.
- Titles are categorized by Baker & Taylor for pricing purposes by considering the binding, general marketing categories, demand for certain titles, preferred stock status, cost of acquisition, cost of distribution, and the size or type of publisher, as well as factors related to relationships with publishers such as shipping terms, payment terms, publisher's discount, returnability to publishers and other factors.
- Product categories, category definitions and price indicators are subject to change at Baker & Taylor's sole discretion, without notice, based upon the above-described factors for categorizing titles.
- For domestic titles where no publisher list price is assigned by the publisher, Baker & Taylor will assign such titles a price in its electronic catalog which is based upon Baker & Taylor's estimate of market conditions.
- For imported titles where no publisher list price is assigned by the publisher for the U.S. market, Baker & Taylor will assign such titles a U.S. dollar price in its electronic catalog which is based upon Baker & Taylor's estimate of market conditions.
- For Paw Prints and Follett Bound editions, Baker & Taylor will assign such titles a price in its electronic catalog which is based upon Baker & Taylor's estimate of market conditions.
- Titles of limited demand or from small or specialty publishers generally are included in Product Category IX or Product Category XI.
- The discount terms and conditions listed do not apply to Baker & Taylor's Approval Programs.
- Baker & Taylor provides an invoice that identifies the publisher's current list price, the discount offered, and the exact price charged for each title ordered.

Baker & Taylor, LLC
Discount Terms and Conditions of Sale (AUDIO VISUAL MATERIAL) Sunnyvale Public Library

Please refer to the following Terms and Conditions of Sale for the discounts offered to the Sunnyvale Public Library for Audio Visual Material.

Media Type	Price Range	Discount off Current Producer's List Price
DVD/Blu-Ray	Any Price	29.0%*
Music CD	Any Price	27.0%*

List prices used for calculating discounts are manufacturers' current, suggested list prices, where available. Where no list price is supplied by the manufacturer, a list price will be assigned by Baker & Taylor.

*AV titles with minimal discount or supplier restrictions or titles from small, specialty vendors will be invoiced at Manufacturers Suggested Retail Price.

INSTITUTIONAL RETURNS

(Revised July 2015)

The following guidelines are required to ensure prompt handling of your return. All product returns **(excluding Book Leasing programs)** require prior authorization from a Customer Service Representative. ***You may contact your appropriate representative via the toll-free number listed on your packing list.***

How to Obtain Return Authorization

Please use the Return Authorization Form from your shipment's packing list to make all returns. Contact your Customer Service Representative for return authorization. ***All claims must be made within 45 days from the date of invoice.***

1. When calling for return authorization, please have the following information available:
 - a. Return Authorization Form
 - b. Your account number and ATS# from the shipment's packing list (located mid-page under the Return Authorization Form explanation)
 - c. Reason for the claim/return
 - d. Action being requested
 - i. Replacement of product
 - ii. Credit to your account; no replacement product necessary

Your Customer Service Representative will assign your return an authorization number (RTA#). To expedite the process, please clearly mark the RTA# on the Return Authorization Form and on the outside of the carton in the upper right corner from the shipping label.

3. Make your return via an insured and traceable carrier; Baker & Taylor is not liable for returns lost in transit.

Products incorrectly shipped by Baker & Taylor may be returned with authorization within 45 days of the product's date of invoice. Product(s) meeting the definition of Publisher defective may be returned with prior authorization within six months of the product's date of invoice. Products purchased with value-added processing services which have been shipped as ordered are considered non-returnable.

DAMAGED SHIPMENTS: If you receive a damaged carton(s) which resulted in damaged product(s), please hold the product(s) and save the carton for Carrier inspection. If the damage is visible at the time of delivery, bring it to the Carrier's attention and note it on the Bill of Lading. Then, contact your Baker & Taylor Customer Service Representative via the toll-free number listed on the packing list.

CLAIMING SHORTAGES: Please check your packing list or invoice before claiming shortages. ***All claims must be made within 45 days from the product's invoice date.*** Please ensure you have received all cartons of a shipment prior to signing for receipt from the Carrier. Cartons you have signed for as received from the Carrier are not claimable as shortages from Baker & Taylor.

INTERNATIONAL CUSTOMERS ONLY: For information on making returns of damaged, defective, or incorrect products, please contact your local International Sales Office or our International Customer Service Department (internationallibrarycustomerservice@baker-taylor.com). You may also refer to the website http://www.btol.com/international_libraries_details.cfm.

All returns should be sent to:
 Baker & Taylor Returns Center
 Department R
 251 Mt. Olive Church Road
 Commerce, GA 30599

Library & Education Account Audio/Video Product Returns Policy (Revised June 2016)

The following guidelines are required to ensure the prompt handling of your Audio / Video (AV) returns; Music CD, DVD, Blu-ray and 4k disc product. Note; Vinyl product is not returnable, per manufacturer's policies, and is a "one way" sale. All Music CD, DVD, Blu ray and 4K disc AV product returns (excluding DVD/BD lease return product - please contact AV Customer Service for separate return procedures for your DVD/BD Lease program product) require prior return authorization from an AV Customer Service Representative. *Please contact your AV Customer Service Rep at 800-775-1200.*

How to Obtain Return Authorization

Contact your AV Customer Service Representative for return authorization numbers. *All claims must be made within 45 days of invoice date.*

1. When calling for return authorization, please have the following information available:
 - a. Your account number and invoice #s
 - b. Reason for the claim/return
 - c. Action being requested
 - i. Replacement of product (defective return will receive a replacement of the same title)
 - ii. Credit to your account; no replacement product necessary for incorrectly shipped items
 - iii. Overstock return credit requires Customer Service Manager and Sales Manager approval
2. Your AV Customer Service Representative will assign your return an authorization number (RA#). To expedite the process, please clearly mark the RA# on the outside of the carton in the upper right corner from the shipping label and on inserted documents.
3. Ship your return via an insured and traceable carrier; Baker & Taylor is not liable for returns lost in transit.
4. ***Products incorrectly shipped by Baker & Taylor requires an authorization to be returned. Product should be returned within seven days of invoice date; must be returned within 45 days of the product's invoice date.*** Product(s) meeting the definition of a Manufacturer's defective may be returned with a prior authorization. Products purchased with value-added processing services which have been shipped as ordered are considered non-returnable, unless disc is defective. In which case a replacement of same title will be sent (multi disc sets require *all* discs to be returned).

DAMAGED SHIPMENTS: If you receive a damaged carton(s) which resulted in damaged Audio/Video product(s), please hold the product(s) and save the carton for Carrier inspection. If the damage is visible at the time of delivery, bring it to the Carrier's attention and note it on the Bill of Lading. Then, contact your Baker & Taylor AV Customer Service Rep via the toll-free number above.

CLAIMING SHORTAGES: Please check your packing list or invoice before claiming shortages. *All claims must be made within 15 days from the product's invoice date.* Please ensure you have received all cartons of a shipment prior to signing for receipt from the Carrier. Cartons you have signed for as received from the Carrier are not claimable as shortages from Baker & Taylor.

All returns with RA# should be sent promptly to:
Baker & Taylor Returns Center
Dept. R
251 Mt. Olive Church Road
Commerce, GA 30599

Questions? Contact your B&T
AV Customer Service Rep (800-775-1200)
Email via AVInfo@Baker-Taylor.com or
LibraryAVcustomerservice@baker-taylor.com
Baker & Taylor A/V Sales 800.775-2600 x2050

EXHIBIT "C"

INSURANCE REQUIREMENTS FOR CONSULTANTS/CONTRACTORS

Consultant/Contractor shall procure and maintain for the duration of the contract insurance against claims for injuries to persons or damages to property which may arise from or in connection with the performance of the work by the Consultant, his agents, representatives, or employees.

Minimum Scope and Limits of Insurance. Consultant shall maintain limits no less than:

1. **Commercial General Liability:** \$1,000,000 per occurrence and \$2,000,000 aggregate for bodily injury, personal injury and property damage. ISO Occurrence Form CG 0001 or equivalent is required.
2. **Automobile Liability:** \$X,XXX,XXX per accident for bodily injury and property damage. ISO Form CA 0001 or equivalent is required.
3. **Workers' Compensation** Statutory Limits and **Employer's Liability:** \$X,XXX,XXX per accident for bodily injury or disease.

Industry Specific Coverages. If checked below, the following insurance is also required:

- ☐ Professional Liability Insurance / Errors and Omissions Liability in the minimum amount of \$X,XXX,XXX per occurrence.
- ☐ If working directly with children, the Certificate of Insurance must include coverage for molestation and sexual abuse in the minimum amount of \$X,XXX,XXX per occurrence and \$X,XXX,XXX aggregate. In the event that Abuse & Molestation Liability coverage is provided via a Claims Made Policy, the coverage shall include a minimum of a five year extended reporting clause.
- ☐ Pollution Liability Insurance in the minimum amount of \$X,XXX,XXX per occurrence
- ☐ MCS-90 Endorsement to Business Automobile insurance for transportation of hazardous materials and pollutants
- ☐ Builder's Risk / Course of Construction Insurance in the minimum amount of \$_____.

Deductibles and Self-Insured Retentions

Any deductibles or self-insured retentions must be declared and approved by the City of Sunnyvale. The consultant shall guarantee payment of any losses and related investigations, claim administration and defense expenses within the deductible or self-insured retention.

Other Insurance Provisions

The **general liability** and automobile liability policies (and if applicable, pollution liability, sexual abuse and molestation, and builder's risk policies) shall contain, or be endorsed to contain, the following provisions:

1. The City of Sunnyvale, its officials, employees, agents and volunteers are to be covered as additional insureds with respects to liability arising out of activities performed by or on behalf of the Consultant; products and completed operations of the Consultant; premises owned, occupied or used by the Consultant; or automobiles owned, leased, hired or borrowed by the Consultant. The coverage shall contain no special limitations on the scope of protection afforded to the City of Sunnyvale, its officers, employees, agents or volunteers.
2. For any claims related to this project, the Consultant's insurance shall be primary. Any insurance or self-insurance maintained by the City of Sunnyvale, its officers, officials, employees, agents and volunteers shall be excess of the Consultant's insurance and shall not contribute with it.
3. Any failure to comply with reporting or other provisions of the policies including breaches of warranties shall not affect coverage provided to the City of Sunnyvale, its officers, officials, employees, agents or volunteers.
4. The Consultant's insurance shall apply separately to each insured against whom claim is made or suit is brought, except with respect to the limits of the insurer's liability.
5. Each insurance policy required by this clause shall be endorsed to state that coverage shall not be suspended, voided, cancelled by either party, except after thirty (30) days' prior written notice by certified mail, return receipt requested, has been given to the City of Sunnyvale.
6. The policy limits of coverage shall be made available to the full limits of the policy. The minimum limits stated above shall not serve to reduce the CONSULTANT'S policy limits of coverage. Therefore, the requirements for coverage and limits shall be (1) the minimum coverage and limits specified in this agreement, or (2) the broader coverage and maximum limits of coverage of any insurance policy or proceeds available to the named insured, whichever is greater.

Acceptability of Insurers

Insurance is to be placed with insurers with a current A.M. Best's rating of not less than A:VII, unless otherwise acceptable to the City of Sunnyvale.

Verification of Coverage

Consultant shall furnish the City of Sunnyvale with original a Certificate of Insurance effecting the coverage required. The certificates are to be signed by a person authorized by that insurer to bind coverage on its behalf. All certificates are to be received and approved by the City of Sunnyvale prior to commencement of work.

Subcontractors

CONSULTANT shall require all subcontractors to procure and maintain insurance policies subject to this insurance requirements. Failure of CONSULTANT to verify existence of sub-contractor's insurance shall not relieve CONSULTANT from any claim arising from sub-contractors work on behalf of CONSULTANT.