Ingram

MASSACHUSETTS REGIONAL LIBRARY SYSTEMS (MARLS) MATERIAL AND SUPPLY COOPERATIVE

CITY OF NORTHAMPTON
MASSACHUSETTS

CONTRACT NUMBER: FY 2011
BUDGET CODE: _____
VENDOR NUMBER: _____

CONTRACT
FOR
LIBRARY MATERIALS AND SUPPLIES

THIS AGREEMENT, executed this 18th day of May ~~20~~ 2010 by and between:

SEE ATTACHED

hereinafter called "Contractor" and the City of Northampton, a municipal corporation in the County of Hampshire, Commonwealth of Massachusetts, party of the second part hereinafter called "Owner".

WITNESSETH, that for the consideration hereinafter mentioned, the Owner and the Contractor shall agree to the terms and conditions contained in this contract, enumerated as follows: The Owner-Contractor Agreement, Advertisement, Bidding Documents, Contract Forms, Specifications, and all addenda issued prior to and all Modifications issued after execution of the Contract.

THE participating libraries shall pay the Vendor for the performance of this contract per the attached bid record, not to exceed amounts estimated, in accordance with the terms of this contract.

This contract shall not be altered in any particular without the consent of all parties to this contract. All alterations to this contract must be in writing and authorized as such by the Mayor and a Majority vote of the Board, Agency, or Committee signing this contract.

In the event the Contractor is a corporation a certificate that the person executing this contract is duly authorized to sign, must accompany this contract.

Final payment on this contract shall release and discharge the Owner from any and all claims against the Owner on account of any work performed hereunder, or any alteration hereto.

This contract shall be deemed to be a Massachusetts contract and it's interpretation and construction shall be governed by the laws of Massachusetts and the Charter and Ordinances of the Owner.

The City of Northampton is not bound by this contract until approved by the Mayor of Northampton.

IN WITNESS WHEREOF the Owner caused these presents to be signed in quadruplicate and approved by Mary Clare Higgins, its Mayor and the said Contractor has caused these presents to be signed in quadruplicate and its official seal to be hereto affixed by its officer or agent thereunto duly authorized (by the attached corporate resolution). This instrument shall take effect as a sealed instrument.

CONTRACTOR: Ingram Library Services Inc.
COMPANY NAME

AUTHORIZED SIGNATURE

Vice President and
TITLE General Manager

DATE May 18, 2010

DANEEN L. SCHNEIDER
STATE OF TENNESSEE
NOTARY PUBLIC
RUTHERFORD COUNTY
My Commission Expires November 21, 2010

CITY OF NORTHAMPTON:

BY: SCHOOL COMMITTEE
AGENCY NAME

_____

_____

_____ signatures

_____

_____

_____

_____

_____

_____

_____

_____ Date _____
City Auditor, approved as to appropriation.

_____ Date _____
City Solicitor, approved as to form.

_____ Date _____
Mayor Mary Clare Higgins

WRITTEN CONSENT OF THE
BOARD OF DIRECTORS OF
INGRAM LIBRARY SERVICES INC.

Pursuant to Section 48-18-202 of the Tennessee Code Annotated, the undersigned, being all of the members of the Board of Directors of Ingram Library Services Inc., a Tennessee corporation (the "Corporation"), do by the signing hereof, consent to the adoption of and do hereby adopt the following resolutions:

Officers

RESOLVED, That the appointment of Shawn R. Everson as President of the Corporation, effective June 1, 2009, is hereby ratified and confirmed.

FURTHER RESOLVED, That the appointment of Richard L. Rosy Vice President and General Manager of the Corporation, effective July 1, 2009, is hereby ratified and confirmed.

Contract Signing Authority

WHEREAS, in the normal course of business, the Corporation is required to enter into contracts for the sale of library books and other materials with various federal, state and local governmental departments and agencies (the "Contracts"); and

WHEREAS, time is of the essence in the execution and delivery of the Contracts on behalf of the Corporation;

NOW, THEREFORE, BE IT RESOLVED, That the following officers of the Corporation be and each is hereby authorized to execute and deliver the Contracts in the name of and on behalf of the Corporation upon such terms and conditions as the officer signing deems appropriate and in the best interest of the Corporation:

David A. Prichard, Chairman of the Board

Shawn R. Everson, President

Richard L. Rosy, Vice President and General Manager

FURTHER RESOLVED, That, in the absence of the officers listed above, Linda K. Dickert, Assistant Secretary of the Corporation, and Frank A. Kerrigan, Jr., Authorized Representative of the Corporation, are each hereby authorized to execute and deliver the Contracts in the name of and on behalf of the Corporation upon such terms and conditions as she or he deems appropriate and in the best interest of the Corporation.

FURTHER RESOLVED, That the effective date of these resolutions will be July 1, 2009.

Dated as of the 1st day of July, 2009.

JOHN R. INGRAM

ORRIN H. INGRAM

DAVID A. PRICHARD

TAX COMPLIANCE CERTIFICATION

Pursuant to M.G.L. c. 62C, §49A, I certify under the penalties of perjury that, to the best of my knowledge and belief, I am in compliance with all laws of the Commonwealth relating to taxes, reporting of employees and contractors, and withholding and remitting child support.

Signature of person submitting bid or proposal

Ingram Library Services Inc.
Name of business

by: Richard L. Rosy, Vice President and General Manager
Corporate Officer (if applicable)

62-1746696
Social Security Number or Federal Identification Number

Certificate by Corporation to Sign Contract

At a duly authorized meeting of the Board of Directors of the _____ held on _____
(Name of Corporation) (Date)

At which all the Directors were present or waived notice, it was voted that,

_____ _____
(Name) (Officer)

of this company, be and he hereby is authorized to execute contracts and bonds in the name and behalf of said company, and affix its Corporate Seal thereto, and such execution of any contract or obligation in this company's name on its behalf by such _____ under seal of the company,
(Officer)
shall be valid and binding upon this company,

A TRUE COPY,

ATTEST: _____
(Clerk)

PLACE OF BUSINESS _____

_____

DATE OF THIS CONTRACT _____

I hereby certify that I am the clerk of the _____

_____ that _____

is the duly elected _____ of said company, and the above vote has not been amended or rescinded and remains in full force and effect as of the date of this contract.

_____
(Clerk) (Corporate Seal)

Foreign Corporation Certification

AFFIDAVIT OF COMPLIANCE
Form AF-4A 1/78

EXECUTIVE OFFICE FOR
ADMINISTRATION AND FINANCE

The Commonwealth of Massachusetts

_____ MASSACHUSETTS BUSINESS CORPORATION

_____ NON-PROFIT CORPORATION

__X__ FOREIGN (non-Massachusetts) Corporation

1. Richard L.Rosy , X Vice President and General Manager _____ Clerk of

Ingram Library Services Inc. whose principal office is
(Name of Corporation)

located La Vergne, Tennessee

do hereby certify that the above named Corporation has filed with the State Secretary all certificates and annual reports required by Chapter 156B, Section 109 (Business Corporation), by Chapter 181, Section 4 (Foreign Corporation), or by Chapter 180, Section 26A (non-profit Corporation) of the Massachusetts General Laws.

SIGNED UNDER THE PENALTIES OF PERJURY THIS 18th day of May , ~~X~~2010

Signature of responsible Corporate Officer

Ingram Library Services Inc. operates solely under the Interstate Commerce Laws as a Wholesale Distributors company and maintains no place of business within the state of Massachusetts.

No Nexus in Massachusetts.

FY 2011
Massachusetts Library Systems (MLS)
Material and Supply Cooperative

CERTIFICATE OF NON-COLLUSION

The undersigned certifies under penalties of perjury that this bid or proposal has been made and submitted in good faith and without collusion or fraud with any other person. As used in this certification, the word "person" shall mean any natural person, business, partnership, corporation, union, committee, club, or other organization, entity, or group of individuals.

_____

Signature of individual submitting bid or proposal

Ingram Library Services Inc. Date May 18, 2010
Name of Business

****

Please provide us with the following information:

Bid No. FY 2011 (if applicable)

Mailing Address: One Ingram Blvd.

Town La Vergne State TN Zip 37086-1986

URL Address: www.ingramlibrary.com

Contact People:

Bid Specialist: Florence Cline, Contract Management Specialist

Phone Number (800)* 937-5300 Ext. 35766

E-Mail Address: florence.cline@ingrambook.com

Fax Number (615)* 213.6004

Order Placement (list name of person who will be handling account)

Name Order Entry Department

Phone Number: (800)* 937-5300 Ext. Option 1, then 5

E-Mail Address: ILS.Orders@ingrambook.com

Fax Number (800)* 677-5116

Customer Service:

Name Customer Care Department

Phone Number: (800)* 937-5300 Ext. Option 1, then 5

E-Mail Address: ILSCustomer.Service@ingrambook.com

Fax Number: (615)* 213-5799

*Please provide toll-free numbers whenever possible.

Company Name Ingram Library Services Inc.

FY 2011
Massachusetts Library Systems (MLS)
MATERIAL and Supply Cooperative
BID Form

Estimated purchases for each of the 16 Categories in this bid document are attached. Please use these figures in the determination of your bids. **For each of the categories, the discount rate that is given is the rate that a library will receive if they purchase one or more copies of the same title.** Please refer to the information regarding what type of discount the Cooperative is seeking for each of the categories before determining a bid.

Each category will be awarded separately to three vendors, primary, secondary and tertiary, who are able to fulfill the Contract Terms and Conditions as stated in the Vendor Specifications and Contract for Library Materials and Supplies documents and whose discount or price is the best value.

Supply only the information that is requested on each page of the bid document. Additional information such as the listing of more than one discount in a category or a notation regarding service charges for titles on which vendors receive little or no discount, etc. may cause the vendor's bid to be rejected.

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The Cooperative is seeking bids on FLAT **(not sliding scale)** discount rates to be applied to publisher's (not vendor's) suggested retail price for Categories 1, 2, 3, and 4. Each Category will be awarded separately. The three vendors with the best discounts for each of the Categories will be considered for the bid awards.

CATEGORY 1:

MP3 CD 36.5 %

CATEGORY 2:

MUSIC COMPACT DISCS 28.5 %

CATEGORY 3:

SPOKEN WORD AUDIO COMPACT DISCS
unabridged (complete version) 36.5 %

Company Name Ingram Library Services Inc.

CATEGORY 4:

SPOKEN WORD AUDIO COMPACT DISCS
abridged (shortened version) 36.5 %

The Cooperative is seeking bids on FLAT **(not sliding scale)** discount rates to be applied to publisher's (not vendor's) current lowest list price for Categories 5, 6, 7, 8, 9, 10, 11 and 12. Each Category will be awarded separately. The three vendors with the best discounts for each of the Categories will be considered for the bid awards.

CATEGORY 5:

CD-ROMS (consumer or home use version) No Bid %

CATEGORY 6:

DVDS - RETAIL ("Sell through Version"), includes extra features 31.0 %

CATEGORY 7:

DVDS – RENTAL READY EDITIONS No Bid %

CATEGORY 8:

PLAYAWAYS 20.0 %

CATEGORY 9:

HARDCOVER TRADE (ADULT & JUVENILE) 48.0 %

CATEGORY 10:

QUALITY AND MASS MARKET PAPERBACKS
(ADULT & JUVENILE) 39.0 %

CATEGORY 11:

UNIVERSITY PRESS 10.0 %

Company Name Ingram Library Services Inc.

CATEGORY 12:

JUVENILE: LIBRARY BINDING 15.0 %

CATEGORY 13:

JUVENILE: REINFORCED TRADE (single edition binding) or S&L (School & Library) 15.0 %

The Cooperative is seeking bids with FLAT **(not sliding scale)** discount rates to be applied to publisher's (not vendor's) current lowest list price and applicable surcharges (flat dollar amount) that will be assessed for titles receiving little or no discount, etc. for Category 13. Category 13 will be awarded on a weighted basis. Points listed next to the final cost for each description will be given to the three vendors with the lowest final cost for each description. Final cost should represent a publisher's list price of $50, minus any discount, plus any surcharge. The three vendors with the highest points will be considered for the Category 13 bid award.

CATEGORY 14:

NONTRADE:		Sur-Charge	Final Cost for $50 title	Points
Titles that publishers require prepayment	03.0%	$ 0.0	$48.50	10
Titles that receive no discount from publisher	00.0%	$ 0.0	$50.00	10
Titles that are non-returnable to publisher	03.0%	$ 0.0	$48.50	10
Titles receiving 1–3 % discount from publisher	03.0%	$ 0.0	$48.50	17
Titles receiving 4-7% discount from publisher	03.0%	$0.0	$48.50	23
Titles receiving 8-25% discount from publisher	03.0%	$0.0	$48.50	30

Company Name Ingram Library Services Inc.

The Cooperative is seeking bids for the following combined material type category, Continuation Account, which encompasses Trade and NonTrade (titles that receive little or no discount) editions. The Cooperative is seeking bids with FLAT **(not sliding scale)** discount rates to be applied to publisher's (not vendor's) current lowest list price and applicable surcharges (flat dollar amount) that will be assessed for titles receiving little or no discount, etc. Category 14 will be awarded on a weighted basis. Points listed next to the percentage of discount for Trade will be given to the three vendors with the best discount for the material type. Points listed next to the final cost for each description under NonTrade will be given to the three vendors with the lowest final cost for each description. Final cost should represent a publisher's list price of $50, minus any discount, plus any surcharge. The three vendors with the highest points will be considered for the Category 14 bid award.

CATEGORY 15:

CONTINUATION ACCOUNT

NONTRADE:		**Sur-Charge**	**Final Cost for $50 title**	**Points**
Titles that publishers require prepayment	03.0 %	$ 0.0	$ 48.50	5
Titles that receive no discount from publisher	00.0 %	$0.0	$ 50.00	5
Titles that are non-returnable to publisher	03.0 %	$0.0	$ 48.50	5
Titles receiving 1–3 % discount from publisher	03.0 %	$0.0	$ 48.50	8
Titles receiving 4-7% discount from publisher	03.0 %	$0.0	$ 48.50	13
Titles receiving 8-25% discount from publisher	03.0 %	$0.0	$ 48.50	20
TRADE:	43.2 %			44

Company Name Ingram Library Services Inc.

The Cooperative is seeking discount rates on wholesale prices (wholesale price must represent price of title listed in vendor's catalog) for Categories 15 and 16. Each category will be awarded separately. **Please list the wholesale price, discount, discounted price, binary charge and final cost for each of the following titles. Discount must represent the discount that members will receive on all titles ordered. Vendor must supply one copy of at least two of the titles listed in each category that they bid on.** The three vendors with the best cost structure and quality of samples will be considered for the Category 15 and 16 bid awards. Quality of sample will be determined by the following criteria: easy to open, book should open flat or nearly flat; binding shouldn't crack when book is opened; quality of jacket/outside cover – appearance is neat and attractive; text does not run into gutter of book; margin is straight and of a sufficient size; and neatness of lining papers. "Cover-up", "Kapco" or laminated paperbacks will not be considered as viable products for these categories.

CATEGORY 16: PREBOUND PAPERBOUND

Title	Whole-Sale Price	Disc.	Discounted Cost	Binary Charge	Final Cost
Roses Are Pink, Your Feet Really Stink – Diane deGroat	_____	____%	_____	_____	No Bid
Uglies – Scott Westerfeld	_____	____%	_____	_____	_____
Among the Hidden – Margaret Peterson Haddix	_____	____%	_____	_____	_____
Pride & Prejudice – Jane Austen	_____	____%	_____	_____	_____
Girls In Pants – Ann Brashares	_____	____%	_____	_____	_____
			TOTAL COST		$ No Bid

Company Name Ingram Library Service Inc.

CATEGORY 17: PREBOUND HARDBOUND

Good Night, Gorilla – Peggy Rathmann	_____	___%	_____	_____	No Bid
Inkheart – Cornelia Funke	_____	___%	_____	_____	_____
Zen Shorts – Jon J. Muth	_____	___%	_____	_____	_____
The Man Who Walked Between The Towers – Mordicai Gerstein	_____	___%	_____	_____	_____
If You Take a Mouse to the Movies – Laura Numeroff	_____	___%	_____	_____	_____

TOTAL COST $ No Bid

CATEGORY 18: VIDEO (COMPUTER) GAMES – (Wii, Xbox, etc...) 05.0 %

Company Name Ingram Library Service Inc.

Please provide prices for the following cataloging and processing. These prices will not affect the bid award, but will be offered to our cooperative members.

Kits - Pockets not attached	$ 0.75 **per kit**
Shelf ready* Includes card set, mylar jacket attached, pockets attached, spine label, MARC and barcode	$ 1.25 **per volume**
Card sets only* Must include shelflist, main entry card, title card, and all appropriate added-entry cards (i.e., author, title, series, subject)	$ 0.50 **per title**
MARC record* Must be available in USMARC/MARC21 and MicroLIF formats	$ 0.35 **per title**
Book Jacket, mylar, attached	$ 0.65 **per title**
Book Pocket, attached	$ 0.20 **per title**
Spine label, attached	$ 0.20 **per title**
Barcode, attached	$ 0.20 **per title**
Theft detection alone	$ 0.40 **per volume**
in addition to other processing	$ 0.40 **per volume**
Electronic ordering Please attach description or brief promotional material	**Yes** X **No**

***Cataloging for card sets and MARC records:**

Sources of cataloging: the Library of Congress must be a primary source of records, with vendor-supplied records also available.

Classification schemes: must include Dewey and Abridged Dewey

Subject heading thesauri: must include Library of Congress Subject Headings

Company Name Ingram Library Service Inc.

Please provide the following information:

Company Name Ingram Library Services Inc.

Contact Person Florence Cline, Contract Management Specialist

Mailing Address One Ingram Blvd.

La Vergne TN Zip 37086-1986

Phone Number (800) 937-5300 Ext. 35766

E-Mail Address florence.cline@ingrambook.com FAX Number 615.213.6004

Primary Warehouse location (houses more than 50% of your stock):

City Chamberburg **State** PA

Number of Titles In Stock for each of the categories bid on:

Music Audio Cassettes: 17

Music Compact Discs: 404,087

Spoken Word Audio Cassettes & Compact Discs (unabridged): 50,569

Spoken Word Audio Cassettes & Compact Discs (abridged): 6,243

CD ROMS: 817

DVDS: 70,633

Videos: 523

Hardcover Trade (A & J): 412,050

Quality and Mass Market Paperbacks (A & J): 1,729,564

University Press: 218,564

Juvenile: Library Binding: 20,465

Juvenile: Reinforced Trade or S & L: 17,729

Non-Trade: 3,816,844

Prebound Paperbound: 16,718

Prebound Hardbound 16,718

Company Name Ingram Library Services Inc.

Number of Publishers/Manufacturers that you deal with for each of the categories bid on:

Music Audio Cassettes: 11

Music Compact Discs: 22,414

Spoken Word Audio Cassettes & Compact Discs (unabridged): 781

Spoken Word Audio Cassettes & Compact Discs (abridged): 330

CD ROMS: 169

DVDS: 366

Videos: 73

Hardcover Trade (A & J): 6,987

Quality and Mass Market Paperbacks (A & J): 12,915

University Press: 219

Juvenile: Library Binding: 260

Juvenile: Reinforced Trade or S & L: 189

Non-Trade: 16,045

Prebound Paperbound: 11

Prebound Hardbound: 11