



**Office of Management and Budget
Division of Purchasing
Non-Competitive Contract Request Form**

Department	Library	Department Contact	Benjamin Tipton
Contact Email	Benjamin.Tipton@lfpl.org	Contact Phone	502-574-1845

Contract Type: check one	New	Amendment		
		Additional Funds	Time Extension	Scope
Professional Service				
Sole Source (goods/services)	✓	✓		
	Start	End		
Requested Contract Dates (MM/DD/YYYY)	07/01/2019	06/30/2020		

VENDOR INFORMATION

Vendor Legal Name	OverDrive Inc				
DBA					
Point of Contact	Nate Wheaton	Email	nwheaton@rakuten.overdrive.com		
Street	One Overdrive Way				
Suite/Floor/Apt		Phone	216-573-6886 ext 1420		
City	Cleveland	State	OH	Zip Code	44125
Federal Tax ID#		SSN# (If sole proprietor)			
Louisville Revenue Commission Account #					
Human Relations Commission Certified Vendors	Certified Minority Owned Business	Certified Woman Owned business	Disabled Owned business		
Select if applicable					

FINANCIAL INFORMATION

Not to Exceed Contract Amount	\$1,250,000	(including reimbursement expenses, if applicable)			
Fund Source: General Fund	✓				
Federal Grant		Federal Granting Agency			
Other		Describe:			
Account Code String #	1101	730	5922	591270	521114
Payment Rate		per hour		per day	per service
		per month		Other	Per item
Payment Frequency	✓	Monthly		Upon Completion / Delivery	
		Quarterly		Other	Annual



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CONTRACT SCOPE and PURPOSE (Attach additional documentation if necessary)

Amendments: Describe the circumstances under which a time extension or scope change is needed.

New: Be specific about the work to be performed / product to be purchased including but not limited to: scope of work; description of service; work product created; why the service / product is necessary; and benefit to Louisville Metro Government.

OverDrive Inc provides the eBook platform that is extremely popular and growing with our patrons; The Louisville Free Public Library also purchases eBooks from OverDrive Inc.

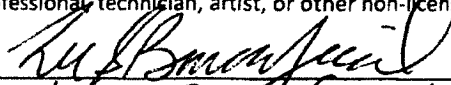
This request seeks to add an additional \$750,000 to the current FY20 contract (#369830) amount of \$500,000.


JUSTIFICATION FOR NON-COMPETITIVE GOOD/SERVICE (Attach additional documentation if necessary)

Provide justification including but not limited to: a description of the unique features that prohibit competition; research conducted to verify the vendor as the only known source (sole source); why the service (PSC) is not feasible to be provided by LMG staff or expertise does not exist; known compatibility, proprietary and/or timing issues.

OverDrive Inc is the only supplier of their proprietary OverDrive interface (platform) and the "Libby" app which allows patrons to quickly and easily check-out eBooks and downloadable audio books in as few as two clicks. In addition, OverDrive has the largest and most complete catalog of titles from the most publishers in the industry. OverDrive is specifically designed for public libraries and their patrons and virtually every public library in the United States that offer eBooks uses the OverDrive interface.

AUTHORIZATIONS: Per KRS 45A.380, I have determined that competition is not feasible for the above described good / service and there is a single source within a reasonable geographical area of the good / service to be procured; or the resulting contract is for the services of a licensed professional, technician, artist, or other non-licensed professional service.

Department Director  Date 2-20-2020
 Signature Lee Burchfield
 Printed Name

Purchasing Director  Date 2/24/2020
 Signature
 Joel Neaveill

AMENDMENT TO CONTRACT

This Amendment to Contract, made and entered into by and between the **LOUISVILLE/JEFFERSON COUNTY METRO GOVERNMENT**, acting by and through its **LOUISVILLE FREE PUBLIC LIBRARY**, hereinafter referred to as "**METRO GOVERNMENT**" and **OVERDRIVE, INC.** with offices located at One Overdrive Way, Cleveland, Ohio 44125, herein referred to as "**CONTRACTOR**",

WITNESSETH:

WHEREAS, the Metro Government and Contractor entered into a contract for books, audio books, databases, newspaper and magazine subscriptions and other library materials for use by Library patrons ("Contract"); and

WHEREAS, the parties wish to increase the Contract's not-to-exceed amount.

NOW, THEREFORE, it is agreed by and between the parties hereto as follows:

Section I. That the above recitals are true and correct and are incorporated herein, in their entirety, by this reference.

Section II. That Contract Section II, Fees and Compensation, Subsection A, is hereby amended in its entirety to read as follows:

The Metro Government shall pay Contractor for services rendered and goods supplied as agreed to in writing between the parties and as described on Attachment A. The Library has attempted to define a pricing structure for this Agreement, but, outside of Attachment A, has found it cannot do so since the market for the goods to be purchased fluctuates and cannot therefore be committed to writing for the term of this Agreement. The Library and Contractor shall therefore agree in writing to pricing and any other terms for each transaction they execute. Total compensation payable to Contractor under this Agreement shall

not exceed **ONE MILLION TWO HUNDRED FIFTY THOUSAND DOLLARS**

(\$1,250,000.00).

Section III. All other terms and conditions as set forth in the Contract shall remain in full force and effect as if fully set out herein.

WITNESS the agreement of the parties hereto by their signatures affixed hereon.

APPROVED AS TO FORM AND
LEGALITY CONTINGENT UPON
METRO COUNCIL APPROVAL
OF THE APPROPRIATION FOR
THIS AGREEMENT:

LOUISVILLE/JEFFERSON COUNTY
METRO GOVERNMENT


MICHAEL J. O'CONNEL
JEFFERSON COUNTY ATTORNEY


JOEL NEAVEILL, DIRECTOR,
PURCHASING DEPARTMENT

Date: 2/26/20


Date: 3/3/2020

LOUISVILLE FREE PUBLIC LIBRARY


LEE BURCHFIELD, DIRECTOR

Date: 3-3-2020

OVERDRIVE, INC.


By: _____

Title: General Counsel

Date: 2-26-2020

Taxpayer Identification No.
(TIN): 34-1522786

Louisville/Jefferson County
Revenue Commission Account
No.: _____

ATTACHMENT A



April 25, 2019

Lisa Dekker
Louisville Free Public Library
301 York Street
Louisville, KY 40203

RE: OverDrive Digital Content Prices

Dear Ms. Dekker

OverDrive offers eBooks and audiobooks via the OverDrive Marketplace at the publisher-provided price with no additional markup from OverDrive. The average cost of an eBook is approximately \$25, with many titles available for as little as \$1.

If you have any questions, please feel free to contact the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Greg Farmer". The signature is written in a cursive, flowing style with a large initial "G".

Greg Farmer
Chief Financial Officer
OverDrive, Inc.
gfarmer@overdrive.com

