



June 19, 2018

Ms. Margo Gustina, Deputy Director
Southern Tier Public Libraries
9424 Scott Road
Painted Post, NY 14870

Re: Proposal of Special Terms and Conditions of Sale for the Southern Tier Public Libraries
(Via email: gustinam@stls.org)

Dear Ms. Gustina:

Baker & Taylor is pleased to offer the Southern Tier Public Libraries the attached terms and conditions of sale.

Please find the following Attachments which outline discount and service terms:

- Attachment 1: General Terms and Conditions** (Ordering, Shipping, Invoicing, Returns, Customer Service/Online Support, and Sales Representation)
- Attachment 2: Discount Schedule and Terms** (Firm Order Print Book, Spoken Word Audio)
- Attachment 3: Material Category Definitions** (to be used in conjunction with Item 2)
- Attachment 4: Description of Enhanced Service Program**
- Attachment 5: Cataloging & Processing Services** (Firm Order Print Book, Spoken Word Audio)
- Attachment 6: Return Policies** (Book & Spoken Word Audio Materials)
- Attachment 7:** Baker & Taylor Staff Contacts

Should the Library choose to accept this offer, please complete and return the *Notice of Proposal Acceptance* form (final page). *Terms as listed will remain firm from date of receipt of Notice of Proposal Acceptance form for a one-year period.*

If you have any questions or require further information, please contact Marne Fellows, Field Sales Consultant (800-775-7930 x1310) or me (800-775-7930, x 3169).

Thank you for your interest in Baker & Taylor. We look forward to providing the Southern Tier Public Libraries with quality products and service.

Sincerely,

Susan Gurley

Senior Pricing Services Representative

Enclosures

C: Mandy Fleming (fleminga@stls.org)
Marne Fellows; Baker & Taylor Field Sales Consultant

General Terms and Conditions

Statement of Discounts

Baker & Taylor has provided a listing of category types and their definitions (**Attachment 3**). The category number will match the discount categories (and Roman numeral) as stated on the Terms and Conditions of Sale (**Attachment 2**). This will clarify the criteria used to classify a particular binding category and how they relate to the discounts offered.

Baker & Taylor's "Enhanced Services Program" (**Attachment 4**) describes in detail a valuable service that will save time and money when procuring titles from small and hard to find publishers. By utilizing B&T's vast publisher and title database, the Library can purchase a wide variety of low demand and small print run titles from associations and limited edition, prepayment, and non-returnable publishers. Titles where Baker & Taylor receives no discount from the publisher or prepayment is required by the publisher or books of small, limited in demand and/or non-commercial publishers will be invoiced at list price plus a \$4.95/unit service charge.

Ordering

Orders may be placed by mail, toll free telephone, toll free fax, or electronically via our websites or the ordering library's ILS.

Book / Spoken Word

Baker & Taylor
Ordering Department
Commerce Service Center
3584 Old Maysville Road
Commerce, GA 30529

Toll-Free Telephone: 800-775-1100
Toll-Free Fax: 800-775-7480
Website: Title Source

www.baker-taylor.com

Shipping

Firm Order Print Book / Spoken Word Audio

Delivery of firm order print and spoken word audio materials to the Library is F.O.B. Destination, Free Shipping from Baker & Taylor's designated primary service center in Bridgewater, NJ.

As a courtesy to our customers, Baker & Taylor offers "staff accounts" for personal use. Staff account orders will be delivered F.O.B. Destination, Charged shipping (shipping charges will be listed separately on staff account invoices), and will be taxed appropriately.

Invoicing

Invoices are generated with each shipment and will be sent directly to the ordering Library or billing entity as designated. Payment terms are net 30 days from the date of invoice.

Returns

Baker & Taylor will accept the authorized return of items that are damaged, defective (i.e. publisher's defects), or incorrectly shipped. The enclosed Baker & Taylor return policy (**Attachment 6**) provides detailed information on credits and returns.

Customer Service/ On-Line Support

Your Customer Service representative is available to assist with any questions or special requirements. Contact information is listed in **Attachment 7**.

You may view the status of any order at any time, on-line, via our On-Line Customer Support website.

On-line Customer Support (OCS) is available to Libraries via our website at <http://www.baker-taylor.com>. OCS is Baker & Taylor's free web-based account management system. OCS' sophisticated search options include the ability to query orders by Purchase Order Number, B&T Number, ISBN, and Order Date Range. You can also view detailed information, including order and account status, warehouse location, quantities and prices, and shipping details.

Baker & Taylor
Terms and Conditions of Sale (Firm Order Print Book/Spoken Word Audio)
For the Southern Tier Public Libraries, NY

Baker & Taylor is pleased to offer the discount terms and conditions contained in this Attachment 2. The pricing grid below provides discounts for each product category offered by Baker & Taylor.

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)	45.0%	
II.	Juvenile Trade Hardcover Editions (Popular Fiction & Non-Fiction)	J	45.0%	
III.	Adult Quality Paperback Editions (Popular Fiction & Non-Fiction)	B (Paperback Trade Editions) C (Paperback Computer Books)	1 copy/title: 35.0% 2-4 copies/title: 40.1% 5+ copies/title: 41.2%	
IV.	Juvenile Quality Paperback Editions (Popular Fiction & Non-Fiction)	G	1 copy/title: 35.0% 2-4 copies/title: 40.1% 5+ copies/title: 41.2%	
V.	Mass Market Paperback Editions	P	1 copy/title: 35.0% 2-4 copies/title: 40.1% 5+ copies/title: 41.2%	
VI.	Single Edition Reinforced (Juvenile)	R	20.0.0%	
VII.	Publisher's Library Edition (Juvenile)	Z	20.0%	
VIII.	University Press Trade Edition (May be of any binding and include some spoken word audio)	A	35.0%	
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/Q - (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 = 7.5% X = 7.5% N = 7.5% Q = 7.5% L = 7.5% (b)(c) 7 = See Category II (c) M = 7.5% (b)(c) 1 = See Category IV (c) T = 7.5% U = 7.5% V = 7.5% W = 7.5%	4 = 7.5% Letter O = 7.5% 5 = 7.5% 6 = 7.5% 8 = 7.5%
X.	Imported English and Non-English Language Editions	F/K/3	F, K, 3 = 0.0%	
XI.	Enhanced Service Program (Optional Service)	Y	0.0% + \$4.95/unit (d)	
XII.	Spoken Word Audio	H	45.0%	
XIII.	Board Books	I	42.5%	
XIV.	Novelty Items/Activity Books	I	42.5%	
XV.	Special Programs, such as: - Paw Prints / FollettBound Editions - Turtleback Editions - Playaway Audio Editions	D (Paw Prints Editions) E (Turtleback Editions) Playaway Audio Editions	D = 10.0% E = 28.0% Playaway Audio = 15.0%	

(a) Please see **Attachment 3** for full category definitions, which are attached hereto and incorporated herein by reference. Material produced for Text Stream print-on-demand services may fall into any category.

(b) Represents publishers with limited sales volume, based upon a semi-annual review. These titles may be of any binding type or publisher of origin.

(c) 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.

(d) 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 plus \$4.95/unit service charge.

**Baker & Taylor
Discount Terms and Conditions of Sales**

Please note that:

- Publisher's list price is subject to change without notice.
- Except where otherwise noted, book discounts are applied to the 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 PawPrints 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 specialty publishers generally are included in Product Category IX or Product Category XI.
- The discount terms and conditions in Attachment 2 do not apply to Continuation Service or 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.

Category Definitions

- I. **Adult Trade Hardcover Editions (O, C)** *(may include some spoken word audio materials)*
High demand materials from widely distributed publishers designed for the general consumer, usually dealing with a subject matter having broad mass appeal. These titles are typically released in hardback and can be either fiction or current non-fiction. Publisher promotional/media expenditures and print runs are customarily higher for these titles than for most others. Inventory is maintained with preferred stock status (regularly stocked in three to four major warehouses). An example of a trade edition would be: 14th Deadly Sin by James Patterson, ISBN: 9780316404021.
- II. **Juvenile Trade Hardcover Editions (J)**
High demand, juvenile materials from widely distributed publishers designed for the general consumer, usually dealing with a subject matter having broad mass appeal. These titles are typically released in hardback and can be either fiction or current non-fiction. Publisher promotional/media expenditures and print runs are customarily higher for these titles than for most others. Inventory is maintained with preferred stock status (regularly stocked in three to four major warehouses). An example of a trade edition would be: Are You Ready to Play Outside by Mo Willems, ISBN: 9781423113478.
- III. **Adult Quality Paperback Editions (B, C)**
High demand paperback materials from widely distributed publishers, other than the standard rack size paperback, typically found in bookstores and other retail outlets. Inventory is maintained with preferred stock status (regularly stocked in three to four major warehouses). An example of a quality paperback would be: The Boys in the Boat by Daniel Brown, ISBN 9780143125471.
- IV. **Juvenile Quality Paperback Editions (G)**
High demand, juvenile paperback materials from widely distributed publishers, other than the standard rack size paperback, typically found in bookstores and other retail outlets. Inventory is maintained with preferred stock status (regularly stocked in three to four major warehouses). An example of a quality paperback would be: Tuck Everlasting by Natalie Babbitt, ISBN: 9780312369811.
- V. **Mass Market Paperback Editions (P)**
A standard rack size paperback typically found in bookstores or other retail outlets. An example of a mass market paperback would be: The City of Ember by Jeanne Duprau, ISBN: 9780375822742.
- VI. **Single Edition Reinforced (R)**
A high quality binding designed to provide a long shelf life in a heavy use environment. Although the binding is fanned and glued it may not be sewn, which is typically found in the publisher library edition. Subject content can include both fictional and non-fiction works appealing to juveniles as well as adults. These bindings are identified by the publisher to Baker & Taylor. An example of a single edition reinforced binding would be: Because of Winn Dixie by Kate DiCamillo, ISBN 9780763650070.
- VII. **Publisher Library Editions (Z)**
Fiction as well as non-fiction materials appealing to both juveniles and adults, designed with the rugged durability required of the environment typically found in a library setting. Publisher Library Editions are traditionally of the highest quality, usually fanned, sewn and glued to provide the greatest possible shelf life of any binding. These bindings are identified by the publisher to Baker & Taylor. An example of a publisher library edition would be: Curious George Visits the Library by Margaret Rey, ISBN: 9781599614199.
- VIII. **University Press Trade Editions (A)** *(may include some spoken word audio materials)*
This category would include any University Press Trade Editions, both adult and juvenile, and are subject to publisher reclassification. An example of a university press trade edition would be: Alexander McQueen: Savage Beauty by Andrew Bolton, ISBN: 9780300169782.
- IX. **Text, Technical, Reference, Small Press, and/or Titles of Limited Demand (S, X, N, O, L, M, V, T, U, W, Letter O, 1, 4, 5, 6, 7, 8)**
Category of materials includes, but is not limited to, text, technical, reference, professional medical, small press, and some university press titles (excluding University Press Trade Editions). It includes titles purchased from publishers on a non-returnable basis, those publishers that extend little discount to Baker & Taylor, and publishers whose titles have limited sales volume based upon a semi-annual review.

It includes 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). Additionally, any publisher which is not in compliance with some of Baker & Taylor's purchasing requirements could be in this category. Materials in this category are both adult and juvenile, may be of any binding and may include some spoken word audio materials.

Examples within this category would be: The Merck Index, ISBN: 9781849736701, Strategies That Work, ISBN: 9781571104816, Beauty and the East ISBN: 9781566563871, Generals of the Bulge: Leadership in the U.S. Army's Greatest Battle ISBN 9780811711999, Frankie Works the Night Shift, ISBN 9780060090951, and Floods, ISBN 9781624030031.
- X. **Imported English and Non-English Language Editions (F,K,3)**
Titles produced and distributed outside of the domestic US. These titles may be of any binding type and represent various publishers. An example would be El Angel Caído by Nalini Singh, ISBN 9788490625224.
- XI. **Enhanced Service Program Titles (Y)**
This category includes materials where Baker & Taylor receives no discount from the publisher, or prepayment is required by the publisher, or publishers which have restrictions on returns, or books of small or non-commercial publishers with limited sales volume based upon a semi-annual review. Any publisher which is not in compliance with Baker & Taylor's purchasing requirements would be in this category. Materials in this category may be of any binding. These titles will receive no discount and are subject to a service charge. An example within this category would be: Business Income Coverage Guide, ISBN: 9781941627532.
- XII. **Spoken Word Audio (H)**
Materials designed for the general consumer, usually dealing with a subject matter having broad mass appeal. These titles can be either fiction or current non-fiction. An example of a spoken word audio edition would be: The Complete Sherlock Holmes by Sir Arthur Conan Doyle ISBN: 9781491542286.
- XIII. **Board Books (I)**
Durable materials from widely distributed domestic publishers designed for young children; pages are manufactured of heavy gauge cardboard to prevent tearing. These editions typically feature few pages, simple themes and colorful illustrations or photographs. An example of a board book would be: Runaway Bunny by Margaret Wise Brown, ISBN: 9780061074295.
- XIV. **Novelty Items/Activity Books (I)**
Specially packaged gift set or novelty item related to a book product or attached as an accessory to a book product. These items would include a book with toy, rag books, washable cloth books, books with accessories or kits, electronic sound books, sticker books, tracing books or coloring books. This category also includes any non-book merchandise such as model kits, hobby kits, flash cards or jigsaw puzzles. An example of an item in this category would be: Very Hungry Caterpillar Cookbook & Cookie Cutters Kit by Lara Starr, ISBN 9781452125527.
- XV. **Special Programs (D and E as indicated in Attachment 2)**
Programs, formats, or editions offered only by Baker & Taylor or not included in any other category. These programs include but may not be limited to PawPrints and Turtleback editions. Examples of items in this category would be: Clifford's Valentines Day by Norman Bridwell, ISBN 9781435201736 (PawPrints prebound edition) and Junie B. Jones is Captain Field Day by Barbara Park, ISBN 9780613337670 (Turtleback prebound edition).

Enhanced Services Program

Baker & Taylor is pleased to provide a service that will save your library time and money when procuring titles from small and hard to find publishers. By utilizing B&T's vast publisher and title database, the library can purchase a wide variety of low demand and small print run titles from associations and limited edition, prepayment, and non-returnable publishers.

Baker & Taylor's Enhanced Services Program (ESP) provides the library with access to millions of active book titles representing over 75,000 imprints. This breadth of coverage is greater than that of any other book industry wholesaler.

The ESP program builds on Baker & Taylor's already outstanding publisher relations by:

- Expanding our vendor relations team responsible for the follow-up of all publisher orders, improving the speed of delivery of all titles to the library;
- Widening our publisher base to include hundreds of small non-commercial publishers formerly considered apply direct by the book industry; and
- Increasing our reporting capabilities by providing order status reports for 100% of all titles not yet published, and by supplying anticipated publication release dates for all out-of-stock items.

In order to provide these enhanced title acquisition services, Baker & Taylor will apply a service charge to qualifying titles. Material where Baker & Taylor receives no discount from the publisher, or where prepayment is required by the publisher, or books of small, limited in-demand and/or non-commercial publishers will be invoiced at list price plus the \$4.95 per unit surcharge.

For libraries concerned about purchasing these types of titles, B&T's Title Source can assist the librarian in researching a particular item's category and format. Surcharge titles will appear with a Y or Q in the discount code field. Additionally, you may contact your Customer Service representative or Information Services via phone, fax, or e-mail (btinfo@baker-taylor.com) to determine surcharge titles before placing an order.

As a convenience to the library, B&T can exclude these titles from all orders by adjusting the library's account profile setup. Please contact your Customer Service Representative for additional information.

**Firm Order Print Book and Spoken Word Audio Materials
Cataloging and Processing Services/Pricing
For the Southern Tier Public Libraries, NY**

Baker & Taylor's TechXpress services will provide a catalog record and printed spine label for any book title with an existing Baker & Taylor cataloging record.

Description	Price
Complete Cataloging & Processing (includes glued mylar jacket, spine label, book pocket and card, and card set)	1.19/unit
Card Kit (includes spine label, book pocket and card, and card set)	.99/unit
Mylar Jacket	.59/unit
Book Pocket with Insert and Borrower's Card	.25/unit
Spine Label	.15/label
Ownership Label	.15/label
Theft Detection (3M or Checkpoint)	.50/unit
Laminate for Paperback Cover Reinforcement	2.05/unit
MARC	FREE
Barcode	.15/label

Many other services are available; please contact your Sales Consultant for assistance with price information.



Institutional Returns Policy

(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 -
 1. Replacement of product
 2. Credit to your account; no replacement product necessary
2. 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.
4. ***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?sideMenu=Contact%20Us&home=home_help_details.cfm&ctx=1

All returns should be sent to:

**Baker & Taylor Returns Center
Department R
251 Mt. Olive Church Road
Commerce, GA 30599**

BAKER & TAYLOR KEY CONTACTS

Placing Orders:

Order electronically: Baker & Taylor Online may be accessed via our website: www.baker-taylor.com.

Firm Orders (Book and Spoken Word):

Baker & Taylor
Attn: Ordering Department
3584 Old Maysville Road
Commerce, GA 30529
Toll-Free Phone 800-775-1100
Toll-Free Fax 800-775-7480
Email: orders@baker-taylor.com

CUSTOMER SERVICES

Customer Service – Books/SWA

Lee Ann Turner, Customer Service Representative
(800) 775-1200 x2783
Email: leeann.turner@baker-taylor.com

SALES REPRESENTATION

Firm Order Print Book/Spoken Word

Marne Fellows; Field Sales Consultant
(800) 775-7930 x1310
Email: marne.fellows@baker-taylor.com

REMIT ADDRESS (Lockbox)

Baker & Taylor
PO Box 277930
Atlanta, GA 30384-7930

CUSTOMER FINANCIAL SERVICES:

Baker & Taylor
2550 West Tyvola Road; Suite 300
Charlotte, NC 28217
Phone: 800-340-5370
Accts. Receivable Fax: 704-998-3314
Email: dl-arsupport@baker-taylor.com

FOR BIDS, CONTRACTS, RENEWALS, AND ADMINISTRATIVE CORRESPONDENCE:

Baker & Taylor, LLC
Attn: Pricing Services
2550 West Tyvola Road; Suite 300
Charlotte, NC 28217
Email: bids@baker-taylor.com
Phone: 800-775-1800
Fax: 704-998-3260



NOTICE OF PROPOSAL ACCEPTANCE

Terms accepted on behalf of Southern Tier Public Libraries
as outlined in Proposal Dated June 19, 2018

Terms effective for a one-year period upon receipt of this signed acceptance form.

Authorized Representative (Type or Print Name)

Title

Signature

Date

Telephone Number

Please sign this notice and forward it directly to my attention
to the address, email or fax indicated below:

Baker & Taylor
Attn: Susan Gurley, Pricing Services
2550 West Tyvola Road; Suite 300
Charlotte, NC 28217

Email: susan.gurley@baker-taylor.com
FAX: (704) 998-3260