

**CITY OF EL PASO, TEXAS
AGENDA ITEM
DEPARTMENT HEAD'S SUMMARY FORM**

AGENDA DATE: July 19, 2022
PUBLIC HEARING DATE: Not Applicable

CONTACT PERSON(S) NAME AND PHONE NUMBER:

Norma Martinez, Director of Library Services (915) 212-3200
Claudia A. Garcia, Interim Director of Purchasing & Strategic Sourcing, (915) 212-1218

DISTRICT(S) AFFECTED: All

STRATEGIC GOAL: No. 4 – Enhance El Paso's Quality of Life through Recreational, Cultural, and Educational Environments

SUBGOAL: 4.2 – Create innovative recreational, educational and cultural programs

SUBJECT:

That the City Manager be authorized to sign Consent to Assignment of Contract 2017-926R Digital Provider and Access Platform (Re-bid) from Recorded Books, Inc to Overdrive, Inc.

BACKGROUND / DISCUSSION:

Contract 2017-926R Digital Provider and Access Platform (Re-bid) for the Library was approved on July 25, 2017 and is effective for a five (5) year term and two (2) year- options to extend.

SELECTION SUMMARY:

N/A

CONTRACT VARIANCE:

N/A

PROTEST

No protest received for this requirement.

PRIOR COUNCIL ACTION:

Motion to award contract 2017-926R was made by City Council on July 25, 2017.

AMOUNT AND SOURCE OF FUNDING:

Funding Source: General Funds
Account: 453-53010-1000-531030

HAVE ALL AFFECTED DEPARTMENTS BEEN NOTIFIED? YES NO

PRIMARY DEPARTMENT: Library

SECONDARY DEPARTMENT: Purchasing & Strategic Sourcing

2017-926R Digital Provider and Access Platform (Re-bid)

Revised 2/23/2022-V2 – Previous Versions Obsolete

*****REQUIRED AUTHORIZATION*****

DEPARTMENT HEAD:

Norma P. Martinez

Norma Martinez -Director of Library Services

COUNCIL PROJECT FORM

(CONSENT TO ASSIGNMENT)

Please place the following Item on the **CONSENT** agenda (under **RESOLUTIONS**) for the Council Meeting of **July 19, 2022.**

STRATEGIC GOAL: NO. 4 Enhance El Paso's Quality of Life through Recreational, Cultural, and Educational Environments

The linkage to the strategic plan is subsection 4.2 – Create innovative recreational, educational and cultural programs.

Award Summary:

That the City Manager be authorized to sign Consent to Assignment of Contract from Recorded Books Inc., (Assignor) to OverDrive, Inc. (“Assignee”) with respect to the City of El Paso’s Contract No. 2017-926R for Digital Provider and Access Platform (Re-Bid)

RESOLUTION

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF EL PASO:

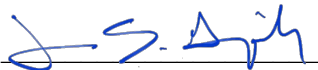
THAT the City Manager be authorized to sign Consent to Assignment of Contract from Recorded Books, Inc. (Assignor) to OverDrive, Inc. (“Assignee”) with respect to the City of El Paso’s Contract No. 2017-926R for Digital Provider and Access Platform (Re-bid).

APPROVED this ____ day of _____ 2022.

CITY OF EL PASO


Oscar Leeser
Mayor

APPROVED AS TO FORM:



Juan S. Gonzalez
Assistant City Attorney

APPROVED AS TO CONTENT:



Claudia A. Garcia
Interim Director of Purchasing and Strategic
Sourcing Department

STATE OF TEXAS)
)
COUNTY OF EL PASO)

**CONSENT TO ASSIGNMENT OF
CONTRACT NO. 2017-926R**

This Consent to Assignment is executed this _____ day of _____, 2022, by and between the City of El Paso, Recorded Books, Inc (“Assignor”) and OverDrive, Inc. (“Assignee”).

WHEREAS, on July 24, 2017 the City of El Paso (City) entered into Contract No. 2017-926R with Assignor to provide Digital Provider and Access Platform (Re-bid), for an initial term of five (5) years which is fully incorporated herein by reference to provide such parts to the City;

WHEREAS, the Assignor was acquired by Assignee;

WHEREAS, Assignor has requested that the City approve an assignment of the Contract to Assignee;

WHEREAS, the Contract provides that it is not assignable without the consent of the City;

WHEREAS, Assignee has agreed to be responsible for all duties and obligations under the Contract; and

WHEREAS, the City agrees to the assignment of all rights, duties and obligations encompassed in the Contract to Assignee;

NOW, THEREFORE, IT IS HEREBY AGREED as follows:

1. The City consents to the assignment of the rights, duties and obligations under the contract to Assignee.
2. Assignee agrees to assume and perform all duties, obligations and responsibilities under the contract.
3. All terms and conditions of the contract shall remain in full force and effect.

(Signature Page to follow)

STATE OF TEXAS)
)
COUNTY OF EL PASO)

**CONSENT TO ASSIGNMENT OF
CONTRACT NO. 2017-926R**

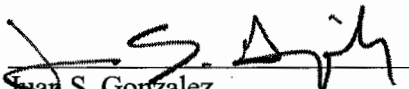
(Signature Page)

EXECUTED this the _____ day of _____, 2022

THE CITY OF EL PASO

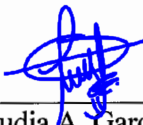
Tomas Gonzalez
City Manager

APPROVED AS TO FORM:




Juan S. Gonzalez
Assistant City Attorney

APPROVED AS TO CONTENT:



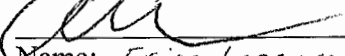
Claudia A. Garcia
Interim Director of Purchasing and Strategic
Sourcing Department

**ASSIGNOR:
Recorded Books, Inc.**



Name: Ed Longo
Title: COO

**ASSIGNEE:
OverDrive, Inc.**



Name: Erica Lazzaro
Title: EVP + General Counsel

**MOTION
JULY 25, 2017**

Motion made by Mayor Pro Tempore Noe, seconded by Representative Ordaz Perez, and unanimously carried to **AWARD** Solicitation No. 2017-926R Digital Content Provider and Access Platform (Re-Bid) to Baker & Taylor, LLC, Overdrive, Inc., Midwest Tape, Inc., and Recorded Books Inc. for a total estimated award of \$2,875,000.00. The award is to include a two (2) 2-year optional amount of \$2,300,000.00 for a total nine (9) year award of \$5,175,000.00.

Department:	Libraries
Vendor #1:	Baker & Taylor, LLC Charlotte, NC
Item(s):	Group 1
Option:	2 - two-year option
Annual Estimated Award:	\$100,000.00
Initial Term Estimated Award:	\$500,000.00 (5 years)
Total Estimated Award:	\$900,000.00 (9 years)
Vendor #2:	Overdrive, Inc. Cleveland, OH
Item(s):	Group 1
Option:	2 - two-year option
Annual Estimated Award:	\$200,000.00
Initial Term Estimated Award:	\$1,000,000.00 (5 years)
Total Estimated Award:	\$1,800,000.00 (9 years)
Vendor #3:	Midwest Tape, Inc. Holland, OH
Item(s):	Groups 2 & 3
Option:	2 - two-year option
Annual Estimated Award:	\$200,000.00
Initial Term Estimated Award:	\$1,000,000.00 (5 years)
Total Estimated Award:	\$1,800,000.00 (9 years)
Vendor #4:	Recorded Books Inc. Prince Frederick, MD
Item(s):	Group 4
Option:	2 - two-year option
Annual Estimated Award:	\$75,000.00
Initial Term Estimated Award:	\$375,000.00 (5 years)
Total Estimated Award:	\$675,000.00 (9 years)
Total Annual Amount:	\$575,000.00
Total Initial Term Award:	\$2,875,000.00 (5 years)
Total Estimated Award:	\$5,175,000.00 (9 years)
Account No.:	453 – 53010 – 1000 - 531030
Funding Source:	General Fund – Publications & Subscriptions

This is a Request for Proposal, service contract.

The Purchasing & Strategic Sourcing and Library Departments recommend award as indicated to Baker & Taylor, LLC., Overdrive, Inc., Midwest Tape, Inc., and Recorded Books, Inc., the highest ranked proposers based on evaluation factors established for this procurement. In accordance with this award the City Manager or designee is authorized to exercise future options if needed.

Additionally, it is requested that the City Attorney's Office review and that the City Manager be authorized to execute any related contract documents and agreements necessary to effectuate this award.

Purchasing and Strategic Sourcing and Library Departments recommend Countrywatch, Inc. be deemed non-responsive because they did not submit a proposal for evaluation.

Purchasing and Strategic Sourcing and Library Departments recommend EBSCO Industries, Inc. and ProQuest, LLC be deemed non-responsive because they did not submit a proposal for all items in Group 1.

Laura D. Prine, Interim City Clerk



June 3, 2022

Venessa Lagunas
Procurement Analyst
Purchasing & Strategic Sourcing Dept.
300 N. Campbell, 1st Floor
El Paso, TX 79901

Dear Venessa Lagunas

Please allow this correspondence to confirm that, in June of 2020, OverDrive, Inc. acquired the assets of RBmedia's library business, including the RBdigital platform in North America, the United Kingdom, and Australia. The customer contracts and accounts receivable of RBmedia were included in this asset acquisition.

Please feel free to contact me with any questions.

Sincerely,

DocuSigned by:
Erica Lazzaro
5DF276BA527A480...
Erica Lazzaro

Executive Vice President, Publisher Services & General Counsel
OverDrive, Inc.

elazzaro@overdrive.com

(216) 573-6886 x1409

www.overdrive.com