



## Summary of Terms for OverDrive Video Suppliers

OverDrive, Inc. is the leading digital content solution provider for secure, worldwide, multi-channel distribution of digital eBooks, audiobooks, and video titles to online retail and library partners. Through OverDrive's distribution platform, over 30,000 libraries worldwide license digital content, including New York Public Library, Los Angeles Public Library, Cleveland Public Library, King County Library System, Hamilton County Public Library, Dublin City Public Libraries, London Libraries Consortium, Melbourne Library Service, the National Library of Singapore, and many more.

OverDrive's delivery of video utilizes a streaming solution relying on industry-standard security technologies powered by Ooyala. Distribution of video content is limited to our library partners.

### **How it Works**

OverDrive serves as a wholesaler and distributor and pays you, as a supplier, for each title sold and/or circulated. The uploading of your files and cover images, management of the catalog data, and distribution of digital video to libraries is accomplished through the distribution platform, OverDrive Connect. We will discuss with you the best way for us to get access to your source materials and to manage additional title deliveries going forward.

Getting started with OverDrive is a simple 3 step process:

1. Complete a Distribution Agreement (Agreement terms are summarized in this document)
2. Establish an OverDrive Connect account.
  - The first step is applying for an OverDrive Connect Account. To apply, please visit <http://company.overdrive.com/connect-application/> and complete the online application; the application can be completed prior to finalizing your Agreement.
  - Once the contract is signed your account will be set up and you will receive access credentials for your OverDrive Connect account via email. With this information, you can access your OverDrive Connect to set up your profile, access information about content submission, and view the sales activity of your titles.
3. Submit your content source files and metadata to our Content Services operations team who will transcode your video in formats suitable for streaming to end-users and make your titles available for sale.

Working with our Content Services operations team you will have the ability to supply all the metadata and marketing information for each title. The geographical territorial rights that you set will determine which outlets will have the ability to purchase specific products. In addition to required fields such as title, publisher, description and language, you may also enter additional promotional information such as summaries, reviews, and actor/director bios. The more information you supply for a title, the better a librarian can evaluate the title for purchasing.

Once your titles and catalog data are ready for sale libraries will have access to your catalog and can add your titles to their collections.

### **Business Terms:**

1. OverDrive is a non-exclusive distributor of your video materials to libraries. OverDrive does not deliver the actual file to the libraries. Instead, libraries will have access to a catalog of your video content to select titles for purchase under the One-Copy / One-User model, Subscription model, and/or the Cost-Per-Checkout model.
2. As the supplier of the materials you are responsible for any costs associated with the delivery of your catalog to OverDrive. OverDrive is responsible for the cost of encoding your video products into supported formats and applying copyright protection for secure downloads to library patrons and consumers, there are no hosting or services fees for an OverDrive Connect account.
3. OverDrive will work with you to set the Suggested Retail or List Price (SRP) for each title to ensure your pricing is competitive, most often using the DVD price as a base point for conversation. OverDrive will pay you a wholesale cost for each purchase.
4. Payments are made to you within 60 days following the end of each calendar quarter. You will receive access to your OverDrive Connect account for 24/7 reporting of sales and activity.

### **Supplier Responsibilities:**

You must own the rights and/or have a license to the video content including copyrights and trademarks and grant to OverDrive non-exclusive rights to re-distribute, sell, and stream digital video products under the terms and conditions of your distribution agreement with OverDrive.



## Use Models

OverDrive provides flexible use models to meet the limitations of your permissions or rights to the video content. Suppliers may offer their titles using one or all of the models, according to the following:

### 1. One-Copy / One-User

Most closely resembling the model in place for circulation of physical videos (DVDs), under the One-Copy / One-User model, when a library purchases a single unit of a title to add to its digital collection, a single patron at a time can check out the video title for the lending period. If a patron seeks to check out a title that is currently checked out by another user, the patron can join a waiting list, and is notified by email when the title has become available (i.e. after the lending period has expired). Libraries can purchase multiple units to meet patron demand.

The library will have access to your video materials for as long as the library has an effective agreement with OverDrive for the digital collection platform. OverDrive's agreements with its library customers for the platform are typically multiyear, auto-renewing agreements.

### 2. Subscription

OverDrive provides additional, opt-in, sales models for video titles under a subscription model which allows for concurrent use of digital content, eliminating wait lists or holds. OverDrive offers an annual subscription plan called Maximum Access ("MaxAccess") and a Single-Title/Simultaneous-Use ("ST/SU") subscription plan.

The MaxAccess model offers supplier's digital content under a 12-month subscription; pricing is custom to each supplier based on tiers related to library circulation metrics. MaxAccess subscriptions are publisher specific and are generally offered in groups of 25, 50, 100, etc. titles with the library selecting the digital content for their subscription.

ST/SU offers a subscription for concurrent use of a single title, with multiple access periods (e.g. 6 months or 1 year). Pricing is custom to the title, the size of the subscribing institution, and the length of the subscription.

The library pays OverDrive a license fee for concurrent access to their chosen collection of video titles. OverDrive pays you a wholesale cost based on the price of the MaxAccess collection and/or the ST/SU subscription plan licensed by the library.

Offering your titles for sale under both use models is a great way to increase revenue from your digital content; sample pricing is available upon request.

### 3. Cost-Per-Circ

OverDrive offers a plan that is equivalent to a transactional video-on-demand (VOD) plan for traditional video offerings where a library pays a fee on a per circulation basis, our Cost-Per-Circ model. The Cost-Per-Circ model allows for maximum exposure of your catalog by allowing libraries to add your video to their catalog with the library paying each time a user checks out your title.

Under the Cost-Per-Circ model OverDrive pays you a wholesale cost based on the number of circulations for a title during the reporting period.

For titles circulating on a Cost-Per-Circ basis OverDrive supports restrictions in streaming to 24 or 48 hour viewing windows (from when the patron first plays the title) or viewing an unlimited number of times during the lending period.

## The Library Patron Experience

A library patron can check out the video content with their valid library card through their library's website. After checkout the end-user will be able to access the video for streaming on the web (via PC or Mac) or from a supported mobile device. Access to the video will be available only during a set loan period, sharing of the video content is not permitted. At the end of the lending period, the video content can no longer be accessed.

**For more information please visit <http://company.overdrive.com/publishers/> or contact Publisher Account Services at [pubinfo@overdrive.com](mailto:pubinfo@overdrive.com)**