

THE INFORMATION IN THIS BOX IS NOT A PART OF THE CONTRACT AND IS FOR COUNTY USE ONLY

**Contract Number**

23-46 A-1

SAP Number

Arrowhead Regional Medical Center

Department Contract Representative	<u>William L. Gilbert, Director</u>
Telephone Number	<u>(909) 580-6150</u>
Contractor	<u>Inovalon Provider, Inc.</u>
Contractor Representative	<u>Kristin Henry</u>
Telephone Number	<u>(612) 277-1499</u>
Contract Term	<u>Five years from Date of Execution</u>
Original Contract Amount	<u>\$83,955</u>
Amendment Amount	<u></u>
Total Contract Amount	<u>\$83,955</u>
Cost Center	<u></u>

IT IS HEREBY AGREED AS FOLLOWS:

Amendment No. 1

WHEREAS, on January 24, 2023, San Bernardino County ("Customer") and ABILITY Network, Inc. ("ABILITY") entered into a Service Agreement ("Agreement") for ABILITY to provide secure exchange service access to Medicare and Medicaid services, for a contract period beginning February 1, 2023 and continuing for a period of sixty months, thereafter automatically renewing for successive twelve month terms until terminated by either party; and

AND WHEREAS, on January 24, 2023, San Bernardino County ("Customer") and ABILITY Network, Inc. ("ABILITY") entered into a Business Associate Agreement ("BAA");

AND WHEREAS, as of August 30, 2023 ABILITY changed its legal name to Inovalon Provider, Inc.;

NOW THEREFORE, effective as of the date this Amendment No. 1 is executed, the Agreement and BAA are amended as follows:

1. All references to "ABILITY Network, Inc." in the Agreement are amended to read "Inovalon Provider, Inc." and all references in the Agreement to "ABILITY" are amended to read "Inovalon".

2. All references to "ABILITY Network, Inc." in the BAA are amended to read "Inovalon Provider, Inc." and all references in the BAA to "ABILITY" are amended to read "Inovalon".
3. **Campaign Contribution Disclosure (SB1439).** Inovalon has disclosed to the County using Attachment A - Campaign Contribution Disclosure Senate Bill 1439, whether it has made any campaign contributions of more than \$250 to any member of the Board of Supervisors or other County elected officer [Sheriff, Assessor-Recorder-Clerk, Auditor-Controller/Treasurer/Tax Collector and the District Attorney] within 12 months before the date this Amendment is approved by the Board of Supervisors. Inovalon acknowledges that under Government Code section 84308, Inovalon is prohibited from making campaign contributions of more than \$250 to any member of the County Board of Supervisors or other County elected officer for 12 months after the County's consideration of the Amendment. Campaign contributions include those made by any agent/person/entity on behalf of Inovalon or by a parent, subsidiary or otherwise related business entity of Inovalon.
4. **Full Force and Effect.** The Agreement and BAA, each as amended by this Amendment, remain in full force and effect.
5. **Capitalized Terms.** Any capitalized term used but not defined in this Amendment shall have the meaning given to it in the Agreement or the BAA, as applicable.
6. **Counterparts.** This Amendment may be executed in any number of counterparts, each of which so executed shall be deemed to be an original, and such counterparts shall together constitute one and the same agreement. The parties shall be entitled to sign and transmit an electronic signature of this Amendment (whether by facsimile, PDF or other email transmission), which signature shall be binding on the party whose name is contained therein.

SAN BERNARDINO COUNTY

► 

Dawn Rowe, Chair, Board of Supervisors

Dated: FEB 27 2024


SIGNED AND CERTIFIED THAT A COPY OF THIS
DOCUMENT HAS BEEN DELIVERED TO THE
CHAIRMAN OF THE BOARD

By 
Lynna Monell
Clerk of the Board of Supervisors
San Bernardino County

By 
Deputy



Inovalon Provider, Inc.

By 
Julie Lambert
(Authorized signature)

Name Julie Lambert
(Print or type name of person signing contract)

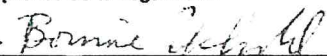
Title President & GM Provider
(Print or Type)

Dated: 12/19/2023

Address

FOR COUNTY USE ONLY

Approved as to Legal Form

► 
Bonnie Uphold, Supervising Deputy County
Counsel

Date 2-14-2024

Reviewed for Contract Compliance

►

Date

Reviewed/Approved by Department

►


William L. Gilbert, Director

Date 2/14/24



Campaign Contribution Disclosure (SB 1439)

PROPOSAL INFORMATION

Request for Proposal Title: N/A

Request for Proposal Number: N/A

DEFINITIONS

Actively supporting the matter: (a) Communicate directly with a member of the Board of Supervisors or other County elected officer [Sheriff, Assessor-Recorder-Clerk, District Attorney, Auditor-Controller/Treasurer/Tax Collector] for the purpose of influencing the decision on the matter; or (b) testifies or makes an oral statement before the County in a proceeding on the matter for the purpose of influencing the County's decision on the matter; or (c) communicates with County employees, for the purpose of influencing the County's decision on the matter; or (d) when the person/company's agent lobbies in person, testifies in person or otherwise communicates with the Board or County employees for purposes of influencing the County's decision in a matter.

Agent: A third-party individual or firm who, for compensation, is representing a party or a participant in the matter submitted to the Board of Supervisors. If an agent is an employee or member of a third-party law, architectural, engineering or consulting firm, or a similar entity, both the entity and the individual are considered agents.

Otherwise related entity: An otherwise related entity is any for-profit organization/company which does not have a parent-subsidary relationship but meets one of the following criteria:

- (1) One business entity has a controlling ownership interest in the other business entity;
- (2) there is shared management and control between the entities; or
- (3) a controlling owner (50% or greater interest as a shareholder or as a general partner) in one entity also is a controlling owner in the other entity.

For purposes of (2), "shared management and control" can be found when the same person or substantially the same persons own and manage the two entities; there are common or commingled funds or assets; the business entities share the use of the same offices or employees, or otherwise share activities, resources or personnel on a regular basis; or there is otherwise a regular and close working relationship between the entities.

Parent-Subsidiary Relationship: A parent-subsidiary relationship exists when one corporation has more than 50 percent of the voting power of another corporation.

Proposers must respond to the questions on the following page. If a question does not apply respond N/A or Not Applicable.

1. Name of Contractor: Inovalon Provider, Inc.
2. Name of Principal (i.e., CEO/President) of Contractor, if the individual actively supports the matter and has a financial interest in the decision:

N/A

3. Name of agent of Contractor:

Company Name	Agent(s)
N/A	

4. Name of any known lobbyist(s) who actively supports or opposes this matter:

Company Name	Contact
N/A	

5. Name of Subcontractor(s) (including Principal and Agent(s)) that will be providing services/work under the awarded contract if the subcontractor (1) actively supports the matter and (2) has a financial interest in the decision and (3) will be possibly identified in the contract with the County or board governed special district.

Company Name	Subcontractor(s):	Principal and/or Agent(s):
N/A		

6. Is the entity listed in Question No.1 a nonprofit organization under Internal Revenue Code section 501(c)(3)?

Yes ☐

No ☒

7. Name of any known individuals/companies who are not listed in Questions 1-5, but who may (1) actively support or oppose the matter submitted to the Board and (2) have a financial interest in the outcome of the decision:

Company Name	Individual(s) Name
N/A	

8. Was a campaign contribution, of more than \$250, made to any member of the San Bernardino County Board of Supervisors or other County elected officer on or after January 1, 2023, by any of the individuals or entities listed in Question Nos. 1-7?

No ☒ If **no**, please skip Question No. 9.

Yes ☐ If **yes**, please continue to complete this form.

9. Name of Board of Supervisor Member or other County elected officer: _____

Name of Contributor: _____

Date(s) of Contribution(s): _____

Amount(s): _____

Please add an additional sheet(s) to identify additional Board Members/County elected officer to whom anyone listed made campaign contributions.

By signing the Contract, Contractor certifies that the statements made herein are true and correct. Contractor understands that the individuals and entities listed in Question Nos. 1-7 are prohibited from making campaign contributions of more than \$250 to any member of the Board of Supervisors or other County elected officer while award of this Contract is being considered and for 12 months after a final decision by the County.