



Contract Number

21-856 A-1

SAP Number

Arrowhead Regional Medical Center

| | |
|---|--------------------------------------|
| Department Contract Representative | <u>William L. Gilbert</u> |
| Telephone Number | <u>(909) 580-6150</u> |
| Contractor | <u>Definitive Healthcare, LLC</u> |
| Contractor Representative | <u>Dana Foster</u> |
| Telephone Number | <u>312-860-7010</u> |
| Contract Term | <u>11/16/2021 through 11/15/2025</u> |
| Original Contract Amount | <u>\$296,949</u> |
| Amendment Amount | <u>\$102,968</u> |
| Total Contract Amount | <u>\$399,917</u> |
| Cost Center | <u>9186164200</u> |

Amendment No. 1

WHEREAS, San Bernardino County on behalf of Arrowhead Regional Medical Center (“Customer”) and Definitive Healthcare, LLC (“Company”) entered into a Data Subscription Agreement with an effective date of November 16, 2021 (“Agreement”); and

WHEREAS, the parties desire to extend the provision of services and extend the term of the Agreement by one year;

NOW, THEREFORE, effective as of November 15, 2024, the Agreement is amended as follows:

1. Section 4.1 of the Agreement is deleted in its entirety and replaced with the following:

4.1 Term. This Agreement, including the subscription to the Products, will begin on the Effective Date and will continue through November 15, 2025 (“Subscription Term”). Customer may terminate this Agreement with or without cause upon thirty (30) days written notice to Company, provided that Customer shall remain responsible for the subscription fees for the Subscription Term. Customer’s request to terminate should be sent to Company at billing@definitivehc.com.

2. Exhibit A of the Agreement is replaced with the Exhibit A attached to this Amendment.

- Company has disclosed to San Bernardino County ("County") using Attachment 1 - 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 the 12 months before the date this Amendment was approved by the County Board of Supervisors. Company acknowledges that under Government Code section 84308, Company is prohibited from making campaign contributions of more than \$250 to any member of the Board of Supervisors or other County elected officer for 12 months after the County's consideration of the Amendment.

In the event of a further amendment to the Agreement, Company will provide the County a written statement disclosing any campaign contribution(s) of more than \$250 to any member of the Board of Supervisors or other County elected officer within the preceding 12 months of the date of the proposed amendment.

Campaign contributions include those made by any agent/person/entity on behalf of the Company or by a parent, subsidiary or otherwise related business entity of Company.

- All other terms and conditions of the Agreement remain in full force and effect.
- 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 Amendment. The parties shall be entitled to sign and transmit an electronic signature of this Amendment (whether by facsimile, PDF or other mail transmission), which signature shall be binding on the party whose name is contained therein. Each party providing an electronic signature agrees to promptly execute and deliver to the other party an original signed Amendment upon request.

SAN BERNARDINO COUNTY ON BEHALF OF
ARROWHEAD REGIONAL MEDICAL CENTER

DEFINITIVE HEALTHCARE, LLC

(Print or type name of corporation, company, contractor, etc.)

►

Dawn Rowe, Chair, Board of Supervisors

By ► _____
(Authorized signature - sign in blue ink)

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

Name _____
(Print or type name of person signing contract)

Lynna Monell
Clerk of the Board of Supervisors
San Bernardino County

Title _____
(Print or Type)

By _____
Deputy

Dated: _____

Address _____

FOR COUNTY USE ONLY

Approved as to Legal Form
►
Charles Phan, Deputy County Counsel
Date _____

Reviewed for Contract Compliance
►
Date _____

Reviewed/Approved by Department
►
William L. Gilbert, Hospital Director
Date _____

EXHIBIT A

PRODUCTS

Advanced

| QTY | Product Name |
|-----|-----------------------------------|
| 1 | <u>PhysicianView</u> |
| 1 | <u>HospitalView</u> |
| 1 | <u>ClaimsMx for PhysicianView</u> |
| 1 | <u>ClaimsMx for HospitalView</u> |
| 10 | Professional Services |
| 5 | Users |

Definitions/Restrictions:

- “Advanced” includes the following: Dashboards; Standard Data Exports; Onboarding Services; access to Weekly Training Webinars, plus 1 Custom Remote Training per Quarter; and Professional Services Hours (to be used in 30-minute increments within the annual term, any unused hours expire at the end of each annual term, and hours shall not be advanced from or roll over into the next annual term).

RENEWAL TERM AND FEES:

- **Renewal Term Length:** 1 Year
- **Renewal Term Start Date:** 11/16/2024
- **Renewal Term End Date:** 11/15/2025

| Term | Annual Subscription Fee |
|--------|-------------------------|
| Year 1 | USD 102,968 |



ATTACHMENT 1

Campaign Contribution Disclosure

(SB 1439)

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.

Contractors must respond to the questions on the following page. All references to "Contractor" in this Attachment refer to Company. If a question does not apply respond N/A or Not Applicable.

1. Name of Contractor: Definitive Healthcare, LLC
2. Is the entity listed in Question No.1 a nonprofit organization under Internal Revenue Code section 501(c)(3)?
 Yes If yes, skip Question Nos. 3-4 and go to Question No. 5 No
3. Name of Principal (i.e., CEO/President) of entity listed in Question No. 1, if the individual actively supports the matter and has a financial interest in the decision: _____
4. If the entity identified in Question No.1 is a corporation held by 35 or less shareholders, and not publicly traded ("closed corporation"), identify the major shareholder(s):

5. Name of any parent, subsidiary, or otherwise related entity for the entity listed in Question No. 1 (see definitions above):

| Company Name | Relationship |
|--------------|--------------|
| N/A | |
| | |

6. Name of agent(s) of Contractor:

| Company Name | Agent(s) | Date Agent Retained (if less than 12 months prior) |
|--------------|----------|---|
| N/A | | |
| | | |

7. 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 | | |
| | | |

8. Name of any known individuals/companies who are not listed in Questions 1-7, 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 | |
| | |

9. 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 within the prior 12 months, by any of the individuals or entities listed in Question Nos. 1-8?

No If **no**, please skip Question No. 10.

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

10. 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 or other County elected officers to whom anyone listed made campaign contributions.

By signing the Amendment, Contractor certifies that the statements made herein are true and correct. Contractor understands that the individuals and entities listed in Question Nos. 1-8 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 Amendment is being considered and for 12 months after a final decision by the County.