

**REPORT/RECOMMENDATION TO THE BOARD OF DIRECTORS
OF INLAND COUNTIES EMERGENCY MEDICAL AGENCY
AND RECORD OF ACTION**

December 19, 2023

FROM

DANIEL MUÑOZ, Interim EMS Administrator, Inland Counties Emergency Medical Agency

SUBJECT

Amendment to Contract with ImageTrend, Inc. for Electronic Patient Care Record Software, Support, and Cloud Hosting

RECOMMENDATION(S)

Acting as the governing body of the Inland Counties Emergency Medical Agency, approve **Amendment No. 1 to Contract No. 20-521** with ImageTrend, Inc., including non-standard terms, for Electronic Patient Care Record software support and cloud hosting, increasing the total contract amount by \$2,926,997 from \$819,149 to \$3,746,146, and extending the contract term by 42 months, for a total contract term of July 1, 2020 through December 31, 2028.

(Presenter: Daniel Muñoz, Interim EMS Administrator, 388-5807)

COUNTY AND CHIEF EXECUTIVE OFFICER GOALS & OBJECTIVES

Operate in a Fiscally-Responsible and Business-Like Manner.

Provide for the Safety, Health and Social Service Needs of County Residents.

FINANCIAL IMPACT

Approval of this item will not result in the use of Discretionary General Funding (Net County Cost). The total expenditure over the contract period will not exceed \$3,746,146. The cost for this service will be funded through the ICEMA Performance Fine Trust Fund and partially reimbursed through fee collected revenue. Sufficient appropriation and revenue are included in the Inland Counties Emergency Medical Agency's (ICEMA) 2023–24 budget and will be included in future recommended budgets.

BACKGROUND INFORMATION

Amendment No. 1 to Contract 20-521 will allow ICEMA to transition from a self-hosted, on-premises, environment to a cloud environment, hosted by ImageTrend, Inc. (ImageTrend). ICEMA will receive support 24 hours a day, seven days a week for system related issues, receive more frequent updates to the system, and eliminate the need to purchase the hardware (servers), hardware licensing, hardware manufacturer support and maintenance, and internal support through the Innovation and Technology Department. The eliminated expenses required for a self-hosted environment are estimated to result in an annual cost savings of \$350,000. A central management hub will also be implemented, which will allow information transfer between the pre-hospital patient care, hospital patient care, hospital outcomes and compliance, and EMS credentialing ImageTrend modules.

ICEMA, as the local Emergency Medical Services (EMS) agency for San Bernardino, Inyo, and Mono Counties, is responsible for providing overall systems management and evaluation of the

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December 19, 2023**

EMS system. Since November 2011, ICEMA has contracted with ImageTrend for the purchase and support of necessary hardware and software for an Electronic Patient Care Record (ePCR) system.

The ePCR system increases the efficiency and effectiveness of the EMS system and delivers real time patient care data for quality care and medical control. Additionally, the software provides integrated records management of web accessible ePCR data (including dispatch data, first responder, and transporter patient care information) and automates the documentation process for all EMS providers, allowing for mandated data reporting with the State EMS Authority and other covered providers as authorized by ICEMA. California Health and Safety Code, section 1798, requires local EMS agencies to maintain medical control through established policies/procedures, as well as through the collection, maintenance, and evaluation of patient care records.

On June 23, 2020 (Item No. 101), the Board approved contract No. 20-521 with ImageTrend in the amount of \$819,149 for ePCR software support for the period of July 1, 2020 through June 30, 2025.

ICEMA was successful in negotiating a significantly lower annual fee escalator to an inflationary appropriate 3% (down from 7%) by committing to the five-year amendment term, effective January 1, 2024, for additional services, and leaning on the current agreement to minimize cost increases. The five-year amendment term included a renegotiation of the last year-and-a-half of the existing agreement and the additional three-and-a-half-year extension.

ImageTrend would not agree to all standard County contract terms during the initial contract or amendment negotiations. The ImageTrend contract amendment contains ImageTrend's standard commercial Price Sheet, which includes terms that differ from the standard County contract and omits certain County standard contract terms. The contract with ImageTrend contains the following non-standard contract terms that differ from the standard County contract:

1. ImageTrend's liability to the ICEMA is limited to \$1,000,000. The limitation excludes liability for obligations of indemnity, applicable insurance coverage, breach of obligations of confidentiality and non-disclosure, violation of law, or gross negligence or willful misconduct.
 - The County standard contract does not include a limitation of liability.
 - Potential Impact: Claims could exceed the liability cap leaving ICEMA financially liable for the excess.
2. Payments are due within 60 days of receipt of Invoice with late payment interest of 1.5% per month. If payments are more than 90 days past due, ImageTrend may suspend access and support to the services, and charge all reasonable costs and expenses of collection, including attorneys' fees.
 - The County standard payment terms are Net 60 days with no interest or late payment penalties. Also, neither party is responsible for paying for the other party's attorney's fees and costs, except for indemnity obligations.
 - Potential Impact: The County standard processing time is 60 days or more. Failing to pay on time would allow ImageTrend to suspend performance of the contract and charge interest at a rate of 1.5% per month, which would exceed the contract amount. In addition, the costs of collection, including attorneys' fees, could be borne by ICEMA.

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ICEMA recommends approval of the agreement, including the non-standard terms, to capitalize on the considerable software investment made by ICEMA to provide for the safety, health and social services needs of county residents, and continue providing ePCR software, support, and cloud hosting. County Counsel and Risk Management have reviewed and provided input on the contract.

PROCUREMENT

As the result of an initial competitive process, the Purchasing Department continues to support the non-competitive amendments and subsequent agreements based on the existing agreement and functional specification justifications. Deviation from ImageTrend as ICEMA's ePCR system would force all supported agencies (approximately 70 combined fire departments, ambulance providers, and hospitals in San Bernardino, Inyo, and Mono Counties) to incur unnecessary training costs, data migration costs, and potentially forfeit historical medical data. The Purchasing Department continues to support this non-competitive procurement.

REVIEW BY OTHERS

This item has been reviewed by County Counsel (John Tubbs II, Deputy County Counsel, 387-5455) on November 21, 2023; Risk Management (Victor Tordesillas, Director, 386-8623) on November 21, 2023; Purchasing (Ariel Gill, Supervising Buyer, 387-2070) on November 17, 2023; Innovation and Technology (Jake Cordova, Assistant Chief Information Officer, 388-0503) on November 21, 2023; Finance (Carl Lofton, Administrative Analyst, 387-5404) on November 29, 2023; and County Finance an Administration (Robert Saldana, Deputy Executive Officer, 387-5423) on November 29, 2023.

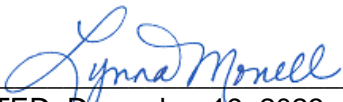
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Record of Action of the Board of Directors
Inland Counties Emergency Medical Agency (ICEMA)

APPROVED (CONSENT CALENDAR)

Moved: Curt Hagman Seconded: Col. Paul Cook (Ret.)
Ayes: Col. Paul Cook (Ret.), Jesse Armendarez, Dawn Rowe, Curt Hagman, Joe Baca, Jr.

Lynna Monell, SECRETARY

BY 
DATED: December 19, 2023



cc: ICEMA - Stremel w/ agree
 Contractor c/o ICEMA w/ agree
 File w/ agree
JLL 12/29/2023