

**REPORT/RECOMMENDATION TO THE BOARD OF SUPERVISORS  
OF SAN BERNARDINO COUNTY  
AND RECORD OF ACTION**

July 26, 2022

**FROM**

**WILLIAM L. GILBERT, Director, Arrowhead Regional Medical Center**

**SUBJECT**

Non-Financial Affiliation Agreement for Residency Rotations at Planned Parenthood/Orange and San Bernardino Counties, Inc.

**RECOMMENDATION(S)**

Approve a Non-Financial Affiliation **Agreement No. 22-709** with Planned Parenthood/Orange and San Bernardino Counties, Inc., including non-standard terms, for Arrowhead Regional Medical Center obstetrics and gynecology resident physicians to obtain clinical experience, for a five-year period effective upon execution.

(Presenter: William L. Gilbert, Director, 580-6150)

**COUNTY AND CHIEF EXECUTIVE OFFICER GOALS & OBJECTIVES**

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

**Pursue County Goals and Objectives by Working with Other Agencies and Stakeholders**

**FINANCIAL IMPACT**

Approval of this item will not result in the use of Discretionary General Funding (Net County Cost), as the agreement with Planned Parenthood/Orange and San Bernardino Counties, Inc. (Planned Parenthood) is non-financial in nature.

**BACKGROUND INFORMATION**

Arrowhead Regional Medical Center (ARMC) operates several physician residency programs accredited by the Accreditation Council of Graduate Medical Education. The residency programs have specific requirements as to the numbers and types of patients to whom a resident physician must provide care. In order to meet these requirements, with respect to volume and types of patients, it is necessary to provide ARMC residents with educational opportunities at other facilities to supplement the experience available at ARMC. These medical facilities offer the opportunity for resident physicians to gain experience caring for patients and performing procedures in specialties that ARMC may not offer or have too few patients to provide appropriate experience.

The resident affiliation agreement with Planned Parenthood will allow ARMC obstetrics and gynecology resident physicians to rotate at Planned Parenthood to enhance their skills and training. This agreement provides for the safety, health and social service needs of County residents by ensuring that ARMC resident physicians receive specialty clinical training and experience, resulting in the delivery of specialized medical care to ARMC patients.

**Non-Financial Affiliation Agreement for Residency Rotations at  
Planned Parenthood/Orange and San Bernardino Counties, Inc.  
July 26, 2022**

The agreement is based on ARMC's standard affiliation agreement, with terms negotiated by the parties, including the following non-standard contract terms:

1. The County agrees to defend and indemnify Planned Parenthood from claims that result from the County's negligence or willful misconduct, or any breach by the County of its representations, warranties, or covenants or obligations under the agreement.
  - The County's standard contract does not contractually obligate the County to indemnify the other party under any circumstance.
  - Potential Impact: By agreeing to indemnify Planned Parenthood, the County could be contractually waiving the protection of sovereign immunity. Claims that may otherwise be barred against the County, time limited, or expense limited could be brought against Planned Parenthood without such limitations and the County would be responsible to defend and reimburse Planned Parenthood for costs, expenses, and damages, which could exceed the total contract amount. It should be noted that Planned Parenthood is similarly obligated to defend, indemnify, and hold harmless the County.
2. Venue shall be in the Los Angeles County Superior Court for any matters.
  - The County's standard contract requires that venue be in the San Bernardino County Superior Court, San Bernardino District.
  - Potential Impact: The venue for any action arising out of the agreement will be in Los Angeles County, which may result in fees and expenses that may not have been incurred in litigation in San Bernardino County Superior Court.

ARMC recommends approval of this agreement, including the non-standard terms, to ensure that its resident physicians receive the necessary training and experience to provide specialized medical care to the County's residents.

**PROCUREMENT**

Not applicable.

**REVIEW BY OTHERS**

This item has been reviewed by County Counsel (Charles Phan, Deputy County Counsel, 387-5455) on June 16, 2022; ARMC Finance (Chen Wu, Finance and Budget Officer, 580-3165) on June 17, 2022; Finance (Jenny Yang, Administrative Analyst, 387-4884) on June 21, 2022; and County Finance and Administration (Diana Atkeson, Deputy Executive Officer, 387-5423) on June 22, 2022.

**Non-Financial Affiliation Agreement for Residency Rotations at  
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July 26, 2022**

Record of Action of the Board of Supervisors  
San Bernardino County

**APPROVED (CONSENT CALENDAR)**

Moved: Joe Baca, Jr. Seconded: Janice Rutherford

Ayes: Col. Paul Cook (Ret.), Janice Rutherford, Dawn Rowe, Curt Hagman, Joe Baca, Jr.

Lynna Monell, CLERK OF THE BOARD

BY   
DATED: July 26, 2022



cc: ARMC - Gilbert w/agree  
Contractor - C/O ARMC w/agree  
File - w/agree

CCM 08/8/2022