

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

December 16, 2025

FROM

LYNN FYHRLUND, Chief Information Officer, Innovation and Technology Department

SUBJECT

Contract with Computer Technologies U.S.A., LLC dba Blue Hill Data Services for Broadcom Workload Automation, Server Monitoring, and Scheduler Software Licenses

RECOMMENDATION(S)

1. Approve **Contract No. 25-1057** with Computer Technologies U.S.A., LLC dba Blue Hill Data Services, for subscriptions to Broadcom workload automation, server monitoring, and scheduler software licenses, in a total amount of \$1,796,708, for the period of December 22, 2025, through December 21, 2028.
2. Approve the following non-financial agreements with CA, Inc., including non-standard terms, for use of the Broadcom workload automation, server monitoring, and scheduler software licenses, for the period of December 22, 2025, through December 21, 2028:
 - a. End User Agreement (**Agreement No. 25-1058**)
 - b. Data Processing Addendum (**Agreement No. 25-1059**)
3. Authorize the Innovation and Technology Department Chief Information Officer or Assistant Chief Information Officer to electronically accept the End User Agreement and the Data Processing Addendum in Recommendation No. 2 and any future non-substantive amendments to those agreements, subject to review by County Counsel.
4. Direct the Chief Information Officer or Assistant Chief Information Officer to transmit printed copies of any amendments to the agreements in Recommendation No. 2 that are electronically accepted to the Clerk of the Board of Supervisors within 30 days.
5. Authorize the Auditor-Controller/Treasurer/Tax Collector to post 2025-26 budget adjustments as detailed in the Financial Impact section (Four votes required).

(Presenter: Lynn Fyhrlund, Chief Information Officer, 388-5501)

COUNTY AND CHIEF EXECUTIVE OFFICER GOALS & OBJECTIVES

Improve County Government Operations.

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

FINANCIAL IMPACT

Approval of this item will not result in the use of Discretionary General Funding (Net County Cost). The Innovation and Technology Department's (ITD) operating costs are recovered via service rates approved annually by the Board of Supervisors (Board). The three-year costs for Broadcom workload automation, server monitoring, and scheduler software licenses will total \$1,796,708, with annual payments of \$509,527 for the first year, \$588,972 for the second year, and \$698,209 for the third year.

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The ITD Computer Operations 2025-26 budget includes \$431,797 for Broadcom costs. For the remaining amount, a 2025-26 budget adjustment of \$77,730 is requested to increase ITD's Services and Supplies. This adjustment will utilize Available Unrestricted Net Position as detailed below.

| Fund Center | Commitment Item/GL Account | Description | Action | Amount |
|--------------------|-----------------------------------|---|---------------|---------------|
| 1200104048 | 52002445 | Other Professional & Specialized Services | Increase | \$28,542 |
| 1200504048 | 52002115 | Computer Software | Increase | \$26,486 |
| 1200604048 | 52002115 | Computer Software | Increase | \$22,702 |
| 1200104048 | 40909995 | Residual Equity Transfer In | Increase | \$28,542 |
| 1200504048 | 40909995 | Residual Equity Transfer In | Increase | \$26,486 |
| 1200604048 | 40909995 | Residual Equity Transfer In | Increase | \$22,702 |

BACKGROUND INFORMATION

ITD maintains various Broadcom software platforms that support several critical department applications, including the Jail Information Management System and Property Information Management System. These platforms facilitate the cataloging of storage tapes used for data backup and are part of the County's disaster recovery plan.

Since 2017, the Board has approved the CA, Inc., a division of Broadcom, Foundation Agreement, including non-standard language, for manufacturer-direct purchases of software licenses, including maintenance and support. When it came time for the annual renewal, ITD was informed by Broadcom that they no longer sell directly, and customers are required to purchase from authorized resellers.

The Blue Hill Data Services (Blue Hill) Contract contains Broadcom's flow-down provisions needed to utilize Broadcom's Licenses. This Contract incorporates by reference CA Inc.'s End User Agreement (EUA) and Data Processing Addendum (DPA). The EUA and DPA (Collectively referred to as "Agreements") are CA Inc.'s standard commercial contract, which includes terms that differ from the standard County contract and omit certain County standard contract terms. The Agreements are non-negotiable clickwrap accepted upon use of the software. The non-standard and missing terms include the following:

1. The Agreements do not require CA, Inc. to meet the County's insurance standards as required pursuant to County Policies, 11-05, 11-07 and 11-07SP.
 - County policy requires contractors to carry appropriate insurance at limits and under conditions determined by the County's Risk Management Department and as set forth in County policy and in the County standard contract.
 - Potential Impact: The County has no assurance that CA, Inc. will be financially responsible for claims that may arise under the Agreements, which could result in expenses to the County that exceed the total Agreements amount.
2. The County is required to indemnify CA, Inc. against all damages, fees, (including reasonable attorney's fees) fines, judgments, costs and expenses finally awarded as a result of a third party action alleging bodily injury or death arising under the Agreements, provided that such liabilities are the proximate result of the County's gross negligence or intentional tortious conduct. The County is also required to indemnify CA, Inc. against any claim that

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any data, materials, items, or information supplied to them under the Agreements infringes any US patent, copyright, or trademark.

- The County standard contract does not include any indemnification or defense by the County of a contractor.
 - Potential Impact: By agreeing to indemnify CA, Inc. 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 CA, Inc. without such limitations and the County could be responsible to defend and reimburse CA, Inc. for costs, expenses, and damages, which could exceed the total Agreements amount.
3. CA Inc.'s maximum liability to the County is limited to two times the amount paid or payable by the County for the software that gave rise to the claim in the twelve (12) months prior to the date the claim arose. This limitation of liability does not apply to CA, Inc's indemnification obligations or breaches of confidentiality.
- The County standard contract does not include a limitation of liability.
 - Potential Impact: Claims could exceed the liability cap and the Agreements amount leaving the County financially liable for the excess.
4. The prevailing party is entitled to recover attorneys' fees and costs.
- The County standard contract requires each party to bear its own costs and attorney fees, regardless of who is the prevailing party.
 - Potential Impact: If either party institutes any legal proceedings related to the Agreements, the prevailing party will be entitled to recover reasonable attorneys' fees, which could exceed the total Agreement amount.

ITD recommends approval of the contract with Blue Hill in Recommendation No. 1, including the non-standard terms, to continue using Broadcom workload automation, server monitoring, and scheduler software licenses and maintain license compliance. ITD recommends approval of the Broadcom agreements included in Recommendation No. 2, including the non-standard terms, to govern the use of the proprietary subscription licenses.

Approval of this item will also allow the ITD Chief Information Officer or Assistant Chief Information Officer be delegated authority to electronically accept the agreements with CA, Inc., and any future non-substantive amendments thereto, as required and subject to review by County Counsel. This is necessary due to the nature of these agreements being accepted upon use of the software and subject to change by CA, Inc. at any time.

PROCUREMENT

The County Administrative Office approved and authorized the release of Invitation to Bid (ITB) No. ISD126-ADM-6090 with the Purchasing Department on October 1, 2025, to solicit proposals from interested and qualified authorized resellers to provide Broadcom workload automation, server monitoring, and scheduler software licenses for a period of three years. The ITB was posted to the County's Electronic Procurement Network (ePro).

One proposal from Blue Hill was received by the established deadline in response to the ITB. The Proposal from Blue Hill met the minimum requirements and consisted of annual payments of \$509,527 for the first year, \$588,972 for the second year, and \$698,209 for the third year.

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The evaluation panel, with representation from ITD, reviewed and evaluated the proposals based on the criteria listed in the ITB. The criteria included: lowest cost.

Based on the evaluation criteria, the evaluation panel determined that Blue Hill best met the needs of the County. An award letter was sent to Blue Hill as they were the only responsible and responsive proposer on November 3, 2025. No protests were received within the allowable period.

Purchasing supports this competitive procurement based on the formal solicitation described above.

REVIEW BY OTHERS

This item has been reviewed by County Counsel (Kaleigh Ragon, Deputy County Counsel, 387-5455) on November 24, 2025; Purchasing (Joni Yang, Buyer III, 387-2463) on November 20, 2025; Auditor-Controller/Treasurer/Tax Collector (Charlene Huang, Auditor-Controller Manager, 382-7022) on December 4, 2025; Risk Management (Stephanie Mead, Staff Analyst II, 386-9004) on November 24, 2025; and County Finance and Administration (Ivan Ramirez, Administrative Analyst, 387-4020) on December 2, 2025.

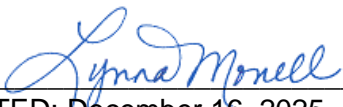
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Record of Action of the Board of Supervisors
San Bernardino County

APPROVED (CONSENT CALENDAR)

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

Lynna Monell, CLERK OF THE BOARD

BY _____
DATED: December 16, 2025



cc: IT - Thomas w/agree
 Contractor - c/o IT w/agree
 File - w/agree
MBA 12/18/2025