

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



Contract Number

20-360 A-1

SAP Number

4400014504

Arrowhead Regional Medical Center

Department Contract Representative Andrew Goldfrach
Telephone Number (909) 580-6150

Contractor R1 RCM Holdco Inc.
Contractor Representative Mark Bockhold
Telephone Number (312) 324-7820
Contract Term June 9, 2020 through June 8, 2026
Original Contract Amount \$750,000
Amendment Amount \$100,000
Total Contract Amount \$850,000
Cost Center 8750
Grant Number (if applicable) N/A

AMENDMENT NO. 1

WHEREAS, County of San Bernardino on behalf of Arrowhead Regional Medical Center and R1 RCM Holdco Inc. (f/k/a R1 RCM Inc.)(“Contractor”) entered into a Contract (“Contract”) with a term of June 9, 2020 through June 8, 2025 in an amount not to exceed \$750,000 to provide physician advisory services (“Services”); and

WHEREAS, as a result of the adoption of a new County Charter, the County of San Bernardino’s legal name has been changed to “San Bernardino County”;

WHEREAS, R1 RCM Inc. changed its name to R1 RCM Holdco Inc. effective June 21, 2022.

WHEREAS, the parties now desire to amend the Agreement to extend the term of the Agreement, increase the not-to-exceed contract amount, and update the county’s name; and

NOW THEREFORE, effective as of the date this Amendment No. 1 is fully executed, the Contract is amended as follows:

- 1. Section D of the Contract is hereby deleted in its entirety and replaced with the following:

D. TERM OF CONTRACT

This Contract is effective as of June 9, 2020 and expires June 8, 2026, but may be terminated earlier in accordance with provisions of this Contract.

2. Section F.1 of the Contract is hereby deleted in its entirety and replaced with the following:

The maximum amount of payment under this Contract shall not exceed \$850,000. Fees and pricing of the services are as set forth on Attachment A "Pricing Terms". The consideration to be paid to Contractor, as provided herein, shall be in full payments for all Contractor's services and expenses incurred in the performance hereof, including travel and per diem.

3. All references in the Contract to "County of San Bernardino" are revised to read as "San Bernardino County" ("County").
4. All references in the Contract to "R1 RCM Inc." are revised to read as "R1 RCM Holdco Inc." ("Contractor").
5. Section K of the Contract is amended such that all notices to the Contractor should be addressed as follows:

To Contractor: R1 RCM Holdco Inc.
Attn: General Counsel
With copy to: legal@r1rcm.com
433 West Ascension Way, 2nd Floor
Murray, UT 84123-2790

6. The following new section shall be added as Section D(9) Notices to Attachment B Business Associate Agreement and is hereby incorporated into the Contract:

D.9. Notices. Any notices to be given hereunder shall be in the manner set forth in the Contract except that notices for HIPAA Privacy, Security and other issues arising under the Agreement shall be directed to the following (or to such other person as either party may so designate from time to time):

To Covered Entity: San Bernardino County
Arrowhead Regional Medical Center
Attn: ARMC Chief Executive Officer
400 North Pepper Avenue
Colton, CA 92324

With a courtesy copy by email to the following:

Arrowhead Regional Medical Center
Chief Compliance Officer
ShelbyK@armc.sbcounty.gov

To Business Associate: R1 RCM Holdco Inc.
Attn: SVP, Data Protection and Chief Privacy Officer, Compliance and Risk Dept.
433 W. Ascension Way, 2nd Floor
Murray, Utah 84123
Tel: 312 324 7820
Email: Privacy@r1rcm.com

7. Levine Act - Campaign Contribution Disclosure (formerly referred to as Senate Bill 1439) - Contractor has disclosed to the County using Schedule 1 – Levine Act - Campaign Contribution Disclosure (formerly referred to as Senate Bill 1439), attached hereto, whether it has made any campaign contributions of more than \$500 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 Board of Supervisors. Contractor acknowledges that under Government Code section 84308, Contractor is prohibited from making campaign contributions of more than

\$500 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 proposed amendment to the Contract, the Contractor will provide the County a written statement disclosing any campaign contribution(s) of more than \$500 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 Contractor or by a parent, subsidiary or otherwise related business entity of Contractor.

- 8. All other terms and conditions of the Contract remain in full force and effect.
- 9. 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

▶ Dawn Rowe
Dawn Rowe, Chair, Board of Supervisors

Dated: MAY 20 2025
SIGNED AND CERTIFIED THAT A COPY OF THIS DOCUMENT HAS BEEN DELIVERED TO THE CHAIRMAN OF THE BOARD

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



R1 RCM HOLDCO INC.

(Print or type name of corporation, company, contractor, etc.)
Signed by:
By Kyle Hicok
Authorized signature - sign in blue ink

Name Kyle Hicok
(Print or type name of person signing contract)

Title President RPS
(Print or Type)

Dated: 04/24/2025
Address 433 W. Ascension Way, Ste 200, Murray, UT 84123

FOR COUNTY USE ONLY

Approved as to Legal Form
▶ Charles Phan
Charles Phan, Supervising Deputy County Counsel
Date 5/6/2025

Reviewed for Contract Compliance
▶ _____
Date _____

Reviewed/Approved by Department
▶ Andrew Goldfrach
Andrew Goldfrach, ARMC Chief Executive Officer
Date 5/9/2025



SCHEDULE 1
Levine Act –
Campaign Contribution Disclosure
(formerly referred to as Senate Bill 1439)

The following is a list of items that are not covered by the Levine Act. A Campaign Contribution Disclosure Form will not be required for the following:

- Contracts that are competitively bid and awarded as required by law or County policy
- Contracts with labor unions regarding employee salaries and benefits
- Personal employment contracts
- Contracts under \$50,000
- Contracts where no party receives financial compensation
- Contracts between two or more public agencies
- The review or renewal of development agreements unless there is a material modification or amendment to the agreement
- The review or renewal of competitively bid contracts unless there is a material modification or amendment to the agreement that is worth more than 10% of the value of the contract or \$50,000, whichever is less
- Any modification or amendment to a matter listed above, except for competitively bid contracts.

DEFINITIONS

Actively supporting or opposing 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. If a question does not apply respond N/A or Not Applicable.

1. Name of Contractor: R1 RCM Holdco Inc.
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 Mr. Joe Flanagan.
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):

Towerbrook Capital Partners and Clayton, Dubilier & Rice (CD&R)

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 \$500, 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: N/A

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 \$500 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.