

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

January 28, 2025

FROM

ANDREW GOLDFRACH, ARMC Chief Executive Officer, Arrowhead Regional Medical Center

SUBJECT

Non-Financial Referral Agreement with Unicare Community Health Center, Inc. for the Referral of Patients

RECOMMENDATION(S)

Approve non-financial Referral **Agreement No. 25-62**, including non-standard terms, with Unicare Community Health Center, Inc., for the referral of patients who require higher level of care services to Arrowhead Regional Medical Center, effective January 28, 2025 through January 27, 2030.

(Presenter: Andrew Goldfrach, ARMC Chief Executive Officer, 580-6150)

COUNTY AND CHIEF EXECUTIVE OFFICER GOALS & OBJECTIVES

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) as the Referral Agreement is non-financial in nature. No funds will be exchanged between Arrowhead Regional Medical Center (ARMC) and Unicare Community Health Center, Inc., (Unicare) for the referral of patients. Each facility will be responsible for billing the applicable third-party payors for the costs associated with patient care provided at the respective facilities.

BACKGROUND INFORMATION

Approval of the Referral Agreement (Agreement) will enable Unicare, which operates several Federally Qualified Health Centers (FQHCs), to refer patients to ARMC for specialized outpatient and inpatient higher level of care. The Agreement will facilitate the continuity of care and timely referral of patients and their records between facilities should a patient at Unicare's facilities require a higher level of care that is available at ARMC. All patient referrals will be in accordance with applicable federal and state laws and regulations, standards of regulatory agencies, and reasonable policies and procedures of the facility. FQHCs are primary care clinics that receive federal funds to provide healthcare services to underserved communities.

The recommended Agreement outlines responsibilities of each health care facility in the referral of patients for specialized or higher level of patient care. Upon referral from Unicare, ARMC will be responsible for providing higher level of care services consistent with the patient's medical needs. Each facility will pursue payment for services rendered via State, Medi-Cal, Federal Medicare, and private insurances.

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January 28, 2025

The Agreement was negotiated between the parties and includes the following non-standard contract terms:

1. The County is required to indemnify Unicare for claims that arise solely from the County's acts or omissions.
 - The County standard contract does not include any indemnification or defense by the County of a contractor.
 - Potential Impact: By agreeing to indemnify Unicare, 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 Unicare without such limitations and the County could be responsible to defend and reimburse Unicare for costs, expenses, and damages.
2. Unicare limits its indemnity obligation to claims that arise solely out of its acts or omissions.
 - The County standard contract general indemnity provision requires the contractor to indemnify, defend, and hold County harmless from third party claims arising out of the acts, errors or omissions of any person.
 - Potential Impact: Unicare's indemnity obligation is more limited compared to the standard County general indemnity obligation. In the event a claim arises that falls outside the scope of Unicare's limited indemnity obligation, the County could be financially responsible for the defense of the claim and any resulting judgment/settlement.

ARMC recommends approval of this Agreement, including the non-standard terms, to ensure that the patients served by Unicare in the County receive necessary medical care.

PROCUREMENT

Not applicable.

REVIEW BY OTHERS

This item has been reviewed by County Counsel (Charles Phan, Supervising Deputy County Counsel, 387-5455) on January 14, 2025; Risk Management (Greg Ustaszewski, Staff Analyst II, 386-8623) on January 3, 2025; ARMC Finance (Chen Wu, Finance and Budget Officer, 580-3165) on January 3, 2025; Finance (Jenny Yang, Administrative Analyst, 387-5423) on January, 2025; and County Finance and Administration (Valerie Clay, Deputy Executive Officer, 387-5423) on January 7, 2025.

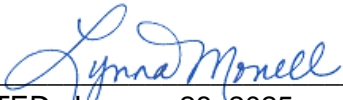
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January 28, 2025**

Record of Action of the Board of Supervisors
San Bernardino County

APPROVED (CONSENT CALENDAR)

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

Lynna Monell, CLERK OF THE BOARD

BY 
DATED: January 28, 2025



cc: ARMC - Goldfrach w/agree
 Contractor - c/o ARMC w/agree
 File - w/agree
MBA 01/29/2025