

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



Contract Number

24-461A1

SAP Number

4100319529

ARROWHEAD REGIONAL MEDICAL CENTER

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

Contractor Ancile Solutions Inc.
Contractor Representative Cameron Gentry
Telephone Number (801) 462-6962
Contract Term 06/30/2023 – 06/29/2028
Original Contract Amount \$198,875
Amendment Amount \$1,126,317
Total Contract Amount \$1,325,192
Cost Center 8483

IT IS HEREBY AGREED AS FOLLOWS:

AMENDMENT NO. 1

This Amendment No. 1 (Amendment) dated May 7, 2024 is made by and between ANCILE Solutions, Inc. ("ANCILE"), and San Bernardino County ("Customer") and modifies the terms to agreement executed between the parties as of June 28, 2023 (Contract).

1. Delete the section, **ORDER DETAILS** on the first page of the Service Order, in its entirety, and replace with the following:

Professional Services					
uPerform Implementation Services					
Application Services	Known Target Application	Start Date	End Date	Quantity	Duration
uPerform Cloud Subscription	Epic only	2023-06-30	2028-06-29	11,500 Users	5 Years
uPerform Add-ons Epic API and Polly	Epic only	2023-06-30	2028-06-29	11,500 Users	5 Years

Fees*						
Item	06/30/2023 - 06/29/2024	06/30/2024 - 06/29/2025	06/30/2025 - 06/29/2026	06/30/2026 - 06/29/2027	06/30/2027 - 06/29/2028	TOTAL
uPerform Implementation Services						INCLUDED
uPerform Cloud Subscription	\$248,875.00	\$261,318.75	\$274,384.69	\$288,103.92	\$302,509.12	\$1,375,191.48
uPerform Add-ons Epic API and Polly	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	INCLUDED
Discount of signed by 6/29	-\$50,000.00					-\$50,000.00
						\$1,325,191.48

All fees herein inclusive of an Annual Subscription Increase of 5%

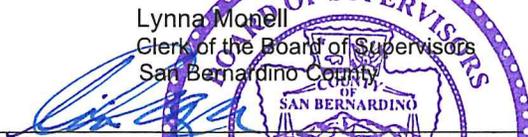
- Campaign Contribution Disclosure (SB1439).** Contractor has disclosed to the County using Attachment A - Campaign Contribution Disclosure Senate Bill 1439, whether it has made any campaign contributions of more than \$250 to any member of the Board of Supervisors or other County elected officer [Sheriff, Assessor-Recorder-Clerk, Auditor-Controller/Treasurer/Tax Collector and the District Attorney] within the earlier of: (1) the date of the submission of Contractor's proposal to the County, or (2) 12 months before the date this Amendment is approved by the Board of Supervisors. Contractor acknowledges that under Government Code section 84308, Contractor is prohibited from making campaign contributions of more than \$250 to any member of the County Board of Supervisors or other County elected officer for 12 months after the County's consideration of the 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.
- Full Force and Effect.** The Contract, as amended by this Amendment, remains in full force and effect.
- Capitalized Terms.** Any capitalized term used but not defined in this Amendment shall have the meaning given to it in the Contract or the Addendum, as applicable.
- Counterparts.** 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 email 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

► 
 Dawn Rowe, Chair, Board of Supervisors

Dated: JUN 11 2024
 SIGNED AND CERTIFIED THAT A COPY OF THIS DOCUMENT HAS BEEN DELIVERED TO THE CHAIRMAN OF THE BOARD

Lynna Monell
 Clerk of the Board of Supervisors
 San Bernardino County

By 



ANCILE SOLUTIONS, INC.

(Print or type name of corporation, company, contractor, etc.)

By ► 
Andrea Rolland (May 1, 2024 11:31 EDT)
(Authorized signature - sign in blue ink)

Name Andrea Rolland
(Print or type name of person signing contract)

Title SVP Sales & Marketing
(Print or Type)

Dated: May 1, 2024

Deputy

Address 6085 Marshalee Drive
Suite 300
Elkridge, MD 21075

FOR COUNTY USE ONLY

Approved as to Legal Form

▶ Bonnie Uphold
Bonnie Uphold, Supervising Deputy County
Counsel

Date 6/3/2024

Reviewed for Contract Compliance

▶

Date

Reviewed/Approved by Department

▶ Andrew Goldfrach
Andrew Goldfrach, ARMC Chief Operating Officer
Executive

Date 6/3/2024



ATTACHMENT A Campaign Contribution Disclosure (SB 1439)

DEFINITIONS

Actively supporting the matter: (a) Communicate directly, either in person or in writing, with a member of the Board of Supervisors or other County elected officer [Sheriff, Assessor-Recorder-Clerk, District Attorney, Auditor-Controller/Treasurer/Tax Collector] with 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; 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 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: ANCILE Solutions, Inc.

2. Name of Principal (i.e., CEO/President) of Contractor, if the individual actively supports the matter and has a financial interest in the decision:
N/A

3. Name of agent of Contractor:

Company Name	Agent(s)
N/A	

4. Name of any known lobbyist(s) who actively supports or opposes this matter:

Company Name	Contact
N/A	

5. 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		

6. Is the entity listed in Question No.1 a nonprofit organization under Internal Revenue Code section 501(c)(3)?

Yes

No

7. Name of any known individuals/companies who are not listed in Questions 1-5, 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	

8. Was a campaign contribution, of more than \$250, made to any member of the San Bernardino County Board of Supervisors or other County elected officer on or after January 1, 2023, by any of the individuals or entities listed in Question Nos. 1-7?

No If **no**, please skip Question No. 9.

Yes If **yes**, please continue to complete this form.

9. Name of Board of Supervisor Member or other County elected officer: _____

Name of Contributor: _____

Date(s) of Contribution(s): _____

Amount(s): _____

Please add an additional sheet(s) to identify additional Board Members/County elected officer to whom anyone listed made campaign contributions.

By signing the Contract, Contractor certifies that the statements made herein are true and correct. Contractor understands that the individuals and entities listed in Question Nos. 1-7 are prohibited from making campaign contributions of more than \$250 to any member of the Board of Supervisors or other County elected officer while award of this Contract is being considered and for 12 months after a final decision by the County.