

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

March 1, 2022

FROM

WILLIAM L. GILBERT, Director, Arrowhead Regional Medical Center

SUBJECT

Resident Affiliation Master Template Agreements for Short-Term Clinical Experience

RECOMMENDATION(S)

1. Approve non-financial short-term visiting resident physician affiliation **Agreement master template 22-148** for short-term resident physician residency program rotations for up to 60 days to obtain clinical experience at Arrowhead Regional Medical Center, effective for use from March 1, 2022, through February 28, 2027.
2. Approve non-financial short-term offsite resident physician affiliation **Agreement master template No. 22-149** for Arrowhead Regional Medical Center resident physicians to obtain clinical experience through short-term rotations of up to 60 days at other facilities, effective for use from March 1, 2022, through February 28, 2027.
3. Designate the Director of Arrowhead Regional Medical Center to execute the non-financial short-term resident physician affiliation agreements and any subsequent non-substantive changes on behalf of the County, subject to review by County Counsel.
(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.

FINANCIAL IMPACT

Approval of this item will not result in the use of Discretionary General Funding (Net County Cost) as the agreement templates are non-financial in nature.

BACKGROUND INFORMATION

Arrowhead Regional Medical Center (ARMC) operates 12 residency programs, accredited by the Accreditation Council of Graduate Medical Education (ACGME), to train resident physicians in various medical specialties. It is customary for resident physicians to acquire specialty clinical knowledge at medical facilities other than their primary training facility. The other medical facilities offer the opportunity for resident physicians to gain experience caring for patients and performing procedures that their primary training facility may not offer or may offer at a lesser volume, thereby enhancing the experience and skills of those physicians.

Approval of the recommended item will allow ARMC to utilize two short term affiliation agreement templates for residents to conduct short term rotations. The first template permits resident physicians from other facilities to participate in rotations of no more than 60 days at ARMC. The second template permits ARMC residents to participate in rotations of no more than 60 days at other medical facilities. These agreements will be executed by the Director of

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ARMC in conjunction with an ACGME Program Letter of Agreement (PLA) executed by the program director of the ACGME residency program at each facility. These recommended template agreements will allow for resident physician rotations that do not require a full affiliation agreement, as these template agreements will only allow for one individual rotation to be completed by the resident physician. 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 educational opportunities at other facilities to supplement those available at ARMC.

These short-term affiliation agreement templates deviate from the standard County contract provisions as follows:

1. Either party may terminate the agreement with 15 days' prior written notice, and the Director of ARMC is authorized to initiate termination on behalf of the County.
 - The County's standard contract allows for the termination of the contract by either party with 30 days' written notice.
 - Potential Impact: Only 15 days' notice is required for either party to terminate the agreement. The template was drafted such that only 15 days' notice is required given that the term of each agreement would only be for a period of 60 days.
2. Under the template agreement, each party shall maintain professional liability insurance with coverage covering each resident undergoing rotations with limits of not less than \$1,000,000 per occurrence and \$3,000,000 annual aggregate covering acts of negligence and malpractice, but does not include other standard County insurance provisions.
 - The County's standard contract requires contractors to carry certain insurance coverage as determined by the County's Department of Risk Management, and for contractors to add the County as an insured in their policies and to waive the right to subrogation.
 - Potential Impact: These templates do not contain all of the County standard insurance requirements. No waiver of subrogation may allow the other party's insurers, if any, to bring suit against the County. Not being added as an insured to the other party's insurance policies mean that the County cannot directly turn to the other party's insurers in pursuing a claim.
3. Each party must indemnify, defend, and hold harmless the other party from claims that arise out of the negligence or willful misconduct of the indemnifying party or any breach by the indemnifying party of any representations, warranties, or covenants in the agreement.
 - The standard County contract does not contractually obligate the County from indemnifying the other party under any circumstances.
 - Potential Impact: By agreeing to indemnify the other party, 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 the other party without such limitations and the County would be responsible to defend and reimburse the other party for costs, expenses, and damages, which could exceed the total contract amount. It should be noted that the other party is similarly obligated to defend, indemnify, and hold harmless the County.

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These agreement templates and the resulting individual agreements provide 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. These templates were drafted with the non-standard terms discussed above to provide a fair balance between the rights and obligations of the parties and to minimize the likelihood of other parties requiring changes, which would necessitate Board of Supervisors approval and result in delays to providing resident physicians the opportunity to participate in the rotations. As a result, ARMC recommends approval of the templates, including the non-standard terms.

PROCUREMENT

Not applicable.

REVIEW BY OTHERS

item has been reviewed by County Counsel (Charles Phan, Deputy County Counsel, 387-5455) on January 26, 2022; ARMC Finance (Chen Wu, Finance and Budget Officer, 580-3165) on February 7, 2022; and County Finance and Administration (Diana Atkeson, Deputy Executive Officer, 387-5423) on February 8, 2022.

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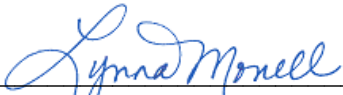
Record of Action of the Board of Supervisors
San Bernardino County

APPROVED (CONSENT CALENDAR)

Moved: Joe Baca, Jr. Seconded: Dawn Rowe

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

Lynna Monell, CLERK OF THE BOARD

BY 
DATED: March 1, 2022



cc: File - w/agree

CCM 03/7/2022