

FIRST AMENDMENT TO AFFILIATION AGREEMENT DATED JULY 1, 2019

SB County Contract No. 19-238

THIS FIRST AMENDMENT is made and entered into by and between OneLegacy, a not-for-profit corporation chartered to do business in the State of California, and San Bernardino County on behalf of Arrowhead Regional Medical Center (“Hospital”), amending the Affiliation Agreement entered into by OneLegacy and County of San Bernardino on behalf of Arrowhead Regional Medical Center effective July 1, 2019 (“Agreement”). OneLegacy and Hospital may collectively be referred to as the “Parties”. Capitalized terms used in this letter and not otherwise defined are used with the meanings given to them in the Agreement.

OneLegacy and Hospital are in the process of negotiating terms and conditions for a new Affiliation Agreement and desire to extend the term of the Agreement during that time.

Now, therefore, in consideration of the mutual covenants and promises set forth herein, the parties hereto agree as follows:

1. All references to “County of San Bernardino” in the Agreement are amended to read as “San Bernardino County”.
2. The Parties hereby amend Section 9 of the Agreement to extend the term of the Agreement by one (1) year. The first sentence of Section 9 of the Agreement will now read as follows:

Termination: This Agreement shall be effective upon execution by both Parties and shall remain in effect through June 30, 2025.
3. The Parties agree that if they finalize the new Affiliation Agreement before June 30, 2025, that the new Affiliation Agreement, once fully executed, will supersede and replace the Agreement.
4. All other terms and provisions of the Agreement are and will remain in full force and effect and are hereby ratified and confirmed.
5. OneLegacy has disclosed to San Bernardino County (“County”) using Schedule 1 - Campaign Contribution Disclosure Senate Bill 1439, attached hereto, whether it has made any campaign contributions of more than \$250 to any member of the County 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. OneLegacy acknowledges that under Government Code section 84308, OneLegacy is prohibited from making campaign contributions of more than \$250 to any member of the Board of Supervisors or other County elected officer for 12 months after the County’s consideration of the Amendment.

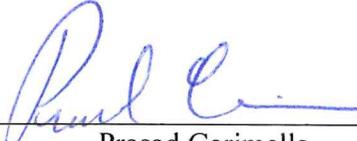
OneLegacy *BL* Hospital _____

In the event of a further amendment to the Agreement, OneLegacy will provide the County a written statement disclosing any campaign contribution(s) of more than \$250 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 OneLegacy or by a parent, subsidiary or otherwise related business entity of OneLegacy.

- 6. 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.

IN WITNESS WHEREOF, the Parties hereto have executed this First Amendment effective as of the date of the last signature below.

OneLegacy By:  Print: <u>Prasad Garimella</u> Its: <u>CEO</u> Date: <u>5/14/24</u>	Hospital By: _____ Print: <u>Dawn Rowe</u> Its: <u>Chair, Board of Supervisors</u> Date: _____
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SCHEDULE 1

Campaign Contribution Disclosure

DEFINITIONS

Actively supporting 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.

OneLegacy must respond to the questions on the following page. If a question does not apply respond N/A or Not Applicable.

1. Name of Entity: OneLegacy _____
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:
- _____

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):
- _____

5. Name of any parent, subsidiary, or otherwise related entity for the entity listed in Question No. 1 (see definitions above):

Company Name	Relationship
OneLegacy Foundation	Subsidiary

6. Name of agent(s) of OneLegacy:

Company Name	Agent(s)	Date Agent Retained (if less than 12 months prior)
OneLegacy	Prasad Garimella	8/6/2007

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):
<u>N/A</u>	<u>N/A</u>	<u>N/A</u>

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

OneLegacy  Hospital _____

in the outcome of the decision:

Company Name	Individual(s) Name
N/A	N/A

9. 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 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: _____

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, OneLegacy certifies that the statements made herein are true and correct. OneLegacy understands that the individuals and entities listed in Question Nos. 1-8 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 Amendment is being considered and for 12 months after a final decision by the County.