

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

March 29, 2022

FROM

WILLIAM L. GILBERT, Director, Arrowhead Regional Medical Center

SUBJECT

Affiliation Agreement for Residency Rotations at San Antonio Regional Hospital

RECOMMENDATION(S)

Approve an affiliation **Agreement No. 22-224** for residency rotations at San Antonio Regional Hospital, including non-standard terms, for Arrowhead Regional Medical Center Obstetrics and Gynecology Resident Physicians to obtain clinical experience, for a five-year period effective upon execution, for a total amount of \$210,000.

(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.

Pursue County Goals and Objectives by Working with Other Agencies and Stakeholders

FINANCIAL IMPACT

Approval of this item will not result in the use of Discretionary General Funding (Net County Cost) as the cost of \$210,000 will be funded by Federal Medicare, CalMed Force Grants, and other departmental revenue. Funding sources may change in the future pending any legislative activity related to the repeal and/or replacement of the Affordable Care Act. Adequate appropriation and revenue have been included in the Arrowhead Regional Medical Center (ARMC) 2021-22 budget and will be included in future recommended budgets.

BACKGROUND INFORMATION

ARMC operates several physician residency programs accredited by the Accreditation Council of Graduate Medical Education. 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 ARMC residents with educational opportunities at other facilities to supplement the experience available at ARMC. These medical facilities offer the opportunity for resident physicians to gain experience caring for patients and performing procedures in specialties that ARMC may not offer or have too few patients to provide appropriate experience.

The resident affiliation agreement with San Antonio Regional Hospital (San Antonio) will allow ARMC obstetrics and gynecology resident physicians to rotate at San Antonio to enhance their skills and training. This agreement provides 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.

**Affiliation Agreement for Residency Rotations at San Antonio Regional
Hospital
March 29, 2022**

The agreement is based on ARMC's standard affiliation agreement, with terms negotiated by the parties, including the following non-standard contract terms:

1. Except for the standard insurance limits and coverages, this agreement does not include many of the standard County insurance requirements, including waiver of subrogation and naming the County as an additional insured.
 - 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: The agreement does not include all of the County standard insurance requirements. No waiver of subrogation may allow San Antonio's insurers to bring suit against the County. Not being added as an insured to San Antonio's insurance policies means that the County cannot directly turn to San Antonio's insurers in pursuing a claim.
2. The County agrees to defend and indemnify San Antonio from claims that arise out of the agreement that are caused by the violations of law, negligence, or willful misconduct of ARMC or the professional negligence of ARMC's residents, except where the act or omission of the resident that caused harm is undertaken at the direction or supervision of San Antonio.
 - The standard County contract does not contractually obligate the County to indemnify the vendor under any circumstances.
 - Potential Impact: By agreeing to indemnify San Antonio, 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 San Antonio without such limitations and the County would be responsible to defend and reimburse San Antonio for costs, expenses, and damages, which could exceed the total contract amount. It should be noted that San Antonio is similarly obligated to defend, indemnify, and hold harmless the County for San Antonio's negligence or willful misconduct.
3. Either party may terminate the agreement for any reason with 90 days advance written notice, and any termination will not be effective as to any ARMC resident until the resident has completed his/her training at San Antonio for the then current academic year.
 - The standard County contract allows either party to terminate the contract for any reason with 30 days advance written notice.
 - Potential Impact: ARMC must be mindful of this additional notice period prior to terminating the agreement with San Antonio. Additionally, since any termination is not effective as to any resident until the completion of the resident's training for that academic term, the County's liabilities associated with the resident also continue until the end of that academic term.

ARMC recommends approval of this agreement, including the non-standard terms, to ensure that its resident physicians receive the necessary training and experience to provide specialized medical care to the County's residents.

**Affiliation Agreement for Residency Rotations at San Antonio Regional
Hospital
March 29, 2022**

PROCUREMENT

Not applicable.

REVIEW BY OTHERS

This item has been reviewed by County Counsel (Charles Phan, Deputy County Counsel, 387-5455) on February 24, 2022; ARMC Finance (Chen Wu, Finance and Budget Officer, 580-3165) on March 8, 2022; and County Finance and Administration (Diana Atkeson, Deputy Executive Officer, 387-5423) on March 9, 2022.

**Affiliation Agreement for Residency Rotations at San Antonio Regional
Hospital
March 29, 2022**

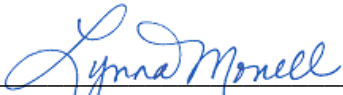
Record of Action of the Board of Supervisors
San Bernardino County

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 29, 2022



cc: ARMC - Gilbert w/agree
Contractor - C/O ARMC w/agree
File - w/agree

CCM 03/31/2022