

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

June 14, 2022

FROM

WILLIAM L. GILBERT, Director, Arrowhead Regional Medical Center

SUBJECT

Non-Financial Affiliation Agreement with the University of Southern California for Clinical Training of Nurse Anesthetists

RECOMMENDATION(S)

Approve a non-financial Affiliation **Agreement No. 22-406**, including the non-standard terms, with University of Southern California, on behalf of its Nurse Anesthesia Program at its Keck School of Medicine, for nurse anesthetists to obtain clinical training at Arrowhead Regional Medical Center for the period of July 1, 2022 through June 30, 2027.

(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 this recommended affiliation agreement is non-financial in nature.

BACKGROUND INFORMATION

A key component of Arrowhead Regional Medical Center's (ARMC) mission is to provide education to students in a variety of disciplines. ARMC has a number of agreements with universities and colleges, and technical and trade schools to provide on-site clinical training for students. This clinical training is necessary for students to obtain their degrees, licenses, and/or certifications.

Approval of the affiliation agreement with the University of Southern California (USC) will allow students enrolled in the nurse anesthesia program at USC's medical school to obtain clinical training at ARMC. ARMC employs nurse anesthetists to work in the Operating Room, Emergency Department, and the Labor and Delivery Department. Providing clinical training to students has been shown to be an effective way to recruit potential employees.

The volume and patient mix at ARMC provides a comprehensive educational opportunity to students from USC. The affiliation agreement ensures that nurse anesthetist students receive specialty clinical training and experience, and gain vital skills that are needed in developing a competent workforce. The affiliation agreement provides for the safety, health, and social service needs of county residents by ensuring the delivery of specialized medical care to ARMC patients, as well as increasing the future pool of healthcare specialists.

The recommended affiliation agreement is based on USC's standard affiliation agreement, negotiated by the parties, that include the following non-standard contract terms:

Non-Financial Affiliation Agreement with the University of Southern California for Clinical Training of Nurse Anesthetists
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1. Each party will indemnify the other for claims arising from a breach by the indemnifying party of its duties and obligations under the agreement or caused by the negligent or intentional acts of the indemnifying party, its employees, or agents in performance of the agreement. USC also agrees to indemnify the County for claims arising from the acts or omissions of its students.
 - The County standard contract does not obligate the County to indemnify the vendor under any circumstance.
 - Potential Impact: By agreeing to indemnify USC, 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 USC without such limitations and the County would be responsible to defend and reimburse USC for costs, expenses, and damages, which could exceed the total contract amount. It should be noted that USC is similarly obligated to defend, indemnify, and hold harmless the County.
2. Although either party may terminate the agreement with 30 days written notice, any student that is participating in training at ARMC at the time of termination will be permitted to continue for that academic quarter/semester if acceptable to ARMC, but USC's indemnification obligation will extend to any acts or omission of the students during that period.
 - The County standard contract does not impose any obligation on the County after termination of the agreement.
 - Potential Impact: If the agreement is terminated early, USC's students may be permitted to continue their training for the remainder of the quarter/semester if approved by ARMC.
3. The agreement does not include certain standard County insurance requirements, including the provisions relating to severability of interests, acceptability of insurance carrier, and insurance review.
 - The County standard contract requires contractors to carry appropriate insurance at limits and under conditions determined by the County's Risk Management Department.
 - Potential Impact: Without all of the standard provisions addressed above, the County has no reassurance that USC will maintain adequate and sufficient insurance to provide coverage to the County in the event of a claim. Insufficient coverage could result in expenses that exceed the total contract amount, leaving the County financially liable for the claims.

PROCUREMENT

Not applicable.

REVIEW BY OTHERS

This item has been reviewed by County Counsel (Charles Phan, Deputy County Counsel, 387-5455) on May 9, 2022; ARMC Finance (Chen Wu, Finance and Budget Officer, 580-3165) on May 24, 2022; and County Finance and Administration (Diane Atkeson, Deputy Executive Officer, 387-5423) on May 25, 2022.

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California for Clinical Training of Nurse Anesthetists
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Record of Action of the Board of Supervisors
San Bernardino County

APPROVED (CONSENT CALENDAR)

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

Lynna Monell, CLERK OF THE BOARD

BY 
DATED: June 14, 2022



cc: ARMC- Gilbert w/agree
Contractor- C/O ARMC w/agree
File- w/agree
LA 06/17/2022