



SWISSLOG HEALTHCARE

Proposal for AutoCarousel Rebuild

Prepared for:

San Bernardino County
Arrowhead Regional Medical Center
Customer Number: 3169
Colton, CA
Cliff Hiroshige
hiroshigec@armc.sbcounty.gov
Swisslog Contact: Jason Claborn
Date: 9/28/2021

Swisslog conducts ongoing product improvements, therefore technology designs may change without notice or obligation.

PillPick, BoxPicker, ATP, and Pharmacy Manager are registered trademarks or trademarks of Swisslog AG. Swisslog systems may be covered by one or more patents. See [swisslog.com/patents](https://www.swisslog.com/patents) for details.

Sales Proposal - Definition & Purpose

This proposal (hereinafter referred to as “Proposal” as defined in the Swisslog Healthcare Master Purchase and Services Agreement) provides details on the recommended solutions including product and pricing details. It also highlights key considerations such as project execution processes, roles and responsibilities.

Partnering with Swisslog Healthcare

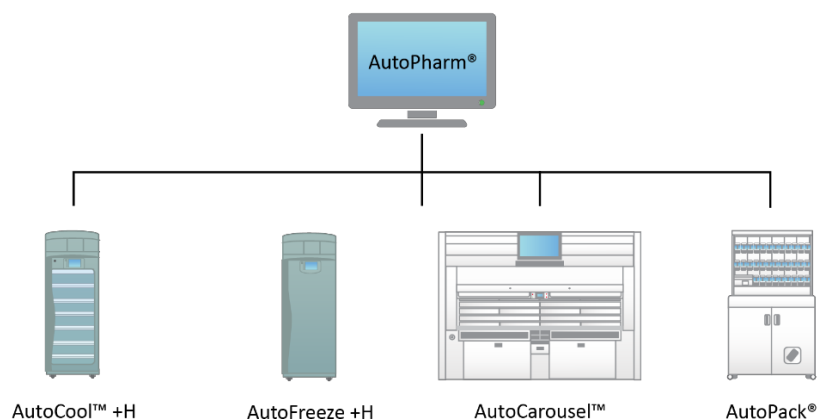
Headquartered in Buchs, Switzerland and Denver, CO, Swisslog Healthcare has been delivering best-in-class automation solutions and services for more than 100 years. We are a global organization with 1,250 team members in more than 20 countries and clients in more than 50 countries.

At Swisslog Healthcare, we strive to lead change for better care. At the core of this vision is a focus on improving workflows and reducing the time clinicians spend doing repetitive tasks – enabling more time to care for patients and residents. Our solutions and services extend across the continuum of care, including transport, medication and supply chain management for long-term care facilities, consolidated service centers, hospitals and health systems.

A Solution Group Statement

Swisslog Healthcare offers a vast pharmacy automation solutions and services portfolio to best meet the needs of your hospital. Swisslog Healthcare offers fully and semi-automated systems for high density storage and retrieval, automated packaging and dispensing, high-speed unit-dose packaging, secure, temperature-sensitive storage, and medication management software to manage medication inventory within the hospital or across the health system. Hospitals using Swisslog Healthcare’s pharmacy automation can expect:

- Reduced wait time and medication errors
- Efficient management of inventory and reduced drug costs
- Streamlined medication returns and expired medication tracking
- On-time patient medication administration
- Optimized pharmacy workflows without adding staff to complete non-value add tasks
- Improvements in the overall quality of service delivered by the hospital



Recommended Solutions

Swisslog Healthcare proposes to San Bernardino County the solution(s) listed below in Table 1, which is described and detailed throughout this Proposal to be implemented in accordance with the agreed upon project plan and Master Purchase and Services Agreement.

Table 1. Pharmacy Automation Solutions (V002325E)

Qty	Product	One-Time Price
2	AutoCarousel™ <ul style="list-style-type: none">▪ Rebuild of Existing AutoCarousel's	\$ 99,293.
1	Sales Tax	\$ 7,695.21
1	Shipping	FOB Factory
	One-time Price for Detailed Solution(s) and Implementation	\$ 106,988.21.

Payment Terms

Payment terms for all Pharmacy Automation solutions:

- 30% down payment due at time of Purchase Order issuance
- 60% upon Delivery of Materials to the hospital, or local storage facility
- 10% upon Substantial Completion or Beneficial Use
- Subscription software solutions: Implementation Cost is due at time of Purchase Order issuance
- Subscription service fees to begin upon delivery of solution and billed annually

Note: Sales and use taxes are excluded. Should Swisslog be required to pay sales, use or any other taxes as a result of this proposal, the customer agrees to reimburse for same.

Scope of Supply- Appendix A

AutoCarousel® Automated Pharmacy Storage System Equipment Rebuild

Pricing includes:

- Complete new load bearing chain assemblies for both sides of the vertical carousel
- Complete new trunnion/scissor arm assemblies per unit
- New upper load bearings sprocket assembly for unit
- New pinion sprockets and pinion taper bushing
- All internal component reviews
- Lubrication of all internal points
- Setting and verification of all internal chain tensions
- Verification of wheel transition as smooth for guide and load bearing rollers
- Factory certified labor to perform all work
- Price is all inclusive of labor per factory standards and all travel related expenses.

Assumptions:

- Removal of any obstructions by Customer to allow product to area
- Removal of products and totes by Customer upon commencement
- Controls will stay the same and not be updated
- Controls will be tested and notes will be taken of any deviations in proper operations.
- Restocking of products and totes by hospital upon completion
- Work to be done in one continuous evolution
- Evolution to be scheduled on a mutually agreeable date, preferably time of lowest impact on work schedule
- Parts will need to be shipped and staged inside or near to the hospital for speed and ease of installation
- Labor by White Systems to be performed by non-union personnel
- Clear access to system required for duration of contracted work to complete upgrade
- Disposal of removed material from units to be disposed of by ARMC- Arrowhead Regional Medical-In Patient
- Counter and counter indicators will be left in place
- Motor/Brake transmission assembly will remain in place
- Deviations of equipment condition discovered and not covered by this scope of work will be noted and quoted separately

Roles and Responsibilities

There are several roles and responsibilities that will be identified during the implementation process that will be crucial for the overall success of the project. The tables below list both General and IT related responsibilities and the expectation of ownership during the implementation process.

General Roles & Responsibilities	Swisslog	Customer
Installation of Swisslog Automation Solutions	X	
Onsite delivery and transportation of Swisslog Automation materials	X	
Storage costs, or providing on-site storage		X
Electrical: Provide electrical supply for all components, to specification, with connections through a disconnect to terminals in the AutoCarousel system.		X
Refrigerant lines: Provide supply line and installation between the remote condenser and the AutoCarousel to specifications, if required.		X
For Refrigerated AutoCarousel: Provide condensate drain or condensation pump to manage draining needs.		X
Supply and installation of dust partitions, if required during installation		X
Detailed site drawings with equipment placement and configuration		X
Detailed equipment drawing, with utilities requirements and placement	X	
Complete preparation of the space, including any remodeling or modifications needed, including removal and replacement of existing walls, wall coverings, ceilings, floor coverings, if required. All code or compliance issues related to same.		X
Supply of a locked cabinet in the pharmacy area for secure storage of on-site spare parts		X
Costs for compliance with customer's infection control procedures		X
General clean-up of installation area, collection of packing materials into waste receptacles.	X	
Disposal of general waste materials, non-hazardous installation debris.		X
Sterile clean-up, where required, and associated with compliance inspections.		X
Permits, inspections, fees and taxes associated with all permits, mandates or compliance costs required by local jurisdictions or other regulatory authorities.		X
The Swisslog Healthcare installation schedule is based on timely milestone coordination. Delays in Customer response may result in delays in project completion and additional costs.		X
Swisslog Healthcare installation personnel must have reasonable access to the hospital loading dock and a clear path from the dock to the installation area, including use of elevators as required.		X
Typical installation activities take place during normal business hours, with longer days for efficiency, such as 7:00 AM to 5:00 PM. Work schedules will be coordinated with pharmacy and construction staff, and typically involve ten-day schedules, including weekends. If your project		X

requires unusual installation times, additional costs will be billed separately.		
Following equipment training, the pharmacy staff will be responsible for loading medication inventory into the AutoCarousel system to prepare it for use.		X
Preparation of individual AutoCarousel bins for loading, to include installation of dividers and related bin organizational items is the responsibility of the customer as part of the medication loading process.		X
Swisslog Healthcare utilizes the train-the-trainer approach, and our standard equipment training will be provided for up to four (4) super-users. This ratio of trainer to super-user is optimal for knowledge transfer with this important hands-on training. Other options for training should be discussed with your sales consultant. Please note that training will be conducted during regular business hours, Monday through Friday. Additional training can be provided at standard rates plus travel expenses, or at our Automation Academy.	X	X

IT Roles & Responsibilities	Swisslog	Customer
This proposal includes all equipment upgrades until shipment leaves the factory.	X	
Provide and install servers(s) for the installation of Swisslog Automation Solutions, as outlined in the current specification requirement documents including operating systems and SQL database licensing, as required.		X
Standard business computer workstation for administrative tasks and functions.	X	
AutoCarousel Automation computers, monitors, scanners and peripherals that are integrated into, and part of the automation hardware.	X	
Barcode scanners for all non-automation workstation computers, as required.	X	
Standard business report printer(s)	X	
Network connections and cabling to support the AutoCarousel, related computers and peripherals.		X
Interfaces/Integration: All third-party costs associated with the licensing or implementation of interfaces to Swisslog		X
Patient Medication Orders/Dispensing Interface: Receiving and processing medication dispensing requests from hospital clinical information system/EHR/pharmacy information system. (HIS to Swisslog, standard interface is HL7-RDE)	X	
Drug Cabinet (ADC) Replenishment Interface: Receiving and processing dispensing/replenishment requests from third party automated drug cabinet system. (ADC to Swisslog, standard interface is HL7-RDE)	X	
Wholesaler Interface for Ordering Pharmaceuticals: Sending standard purchase order request (flat file) from Swisslog, to pharmaceutical wholesaler, and receiving and processing order confirmation (flat file).	X	
Wholesaler Price File Updates for Pharmaceuticals: Receive and process wholesaler price updates for pharmaceuticals	X	

defined in the Swisslog medication database. This global price update requires contact with Software Support to complete (flat file)		
Routine operating system and computer maintenance functions, including servers and PCs: Operating system patches, security updates service packs; general maintenance and optimization of operating system; management of anti-virus software and policies.		X
Customer's formulary data will be provided to Swisslog Healthcare in an approved file format for import into the Swisslog system for review and approval.		X

Swisslog Healthcare General Execution Process

Our experience is that the most efficient automation systems are the result of a strong customer-vendor partnership. Working together, Swisslog Healthcare and Arrowhead Regional Medical Center, can ensure a well-executed project and smooth continual operation.

Following are guidelines for this process:

- Upon issuance of a Purchase Order, Swisslog Healthcare shall assign a Project Manager to develop a schedule of activities and ensure proper coordination.
- Client shall also provide a Project Manager to ensure alignment between the organizations.
- Project planning, space planning, infrastructure requirements and scheduling are mutually agreed upon.
 - Pre-implementation planning. Customer and Swisslog Healthcare representative will participate in a kickoff meeting (the time, date and place thereof to be mutually agreed upon by the parties' project managers) to plan the implementation of the System(s). Customer will ensure that such kickoff meeting will include participation from Customer's (to the extent applicable) Director of Pharmacy, pharmacy Project Manager, Facilities Manager, information technology ("IT") representative and technical services representative. The pre-implementation process will include agreement by the parties on an appropriate installation site for the proper installation of each item of Hardware, taking into account all site preparation requirements given to Customer by Swisslog Healthcare, including physical, IT, electrical and environmental requirements.
 - Installation Site. Customer will be solely responsible, at its expense, for ensuring that each Installation Site complies with all site requirements prior to installation (including without limitation, making all required facility modifications to the installation site and/or the premises on which such installation site is located, such as removing doors or windows) and obtaining necessary permits. Upon request, Customer will provide written evidence that all permits have been obtained. Customer will be solely responsible for compliance with any applicable building codes in connection with the installation of the Hardware.
 - Installation Date. During pre-implementation planning, Customer and Swisslog Healthcare will mutually agree on an installation date for each System. Swisslog Healthcare will give Customer written or email confirmation of such agreement. In consideration of receipt of Customer's payment of fees due prior to installation, Swisslog Healthcare will install each item of the system at the applicable site on the scheduled date; provided Customer timely performs its obligations and does not otherwise cause any delay during pre-implementation or installation.
 - Customer Assistance. Customer will promptly provide any and all assistance that Swisslog Healthcare may reasonably request in connection with Swisslog Healthcare's

performance of its obligations including without limitation, pre-implementation, installation, support or removal of Hardware.

- Training. In conjunction with installation, at no additional cost to Customer except for reasonable travel and out-of-pocket expenses, Swisslog Healthcare will provide two (2) four-hour onsite training sessions held on a single day of customer's choosing per site with respect to the Product for four or fewer of Customer's Pharmacists and/or support technicians who, in turn, will be able to train additional Customer personnel. If additional training is requested by Customer, or training is requested outside of such hours, such additional training will be provided by Swisslog Healthcare at its then current rates (plus reasonable travel and out of pocket expenses) at such time and place as the parties may agree upon. Training will be provided between 8:00 a.m. and 5:00 p.m., local time, on consecutive business days if more than one day, at the installation site.
- Client shall identify super-users for each shift to be trained by Swisslog Healthcare on site. These individuals must be properly qualified and technically capable to manage the system. This group of hospital super users must complete a certification process that allows them to correctly monitor and adjust the system.

Customer obligations during support period

- Customer will appoint at least two individuals per physical location who have been approved and certified by Swisslog Healthcare, in the operation of the System to serve as the primary contacts between Customer and Swisslog Healthcare regarding any interaction they may have in connection with any service call. Customer may certify additional personnel on a space-available basis.
- Customer will provide Swisslog Healthcare and its subcontractors with assistance reasonably requested for purposes of providing support, including without limitation, adequate access to the applicable physical location of the system during or after Customer's business hours, as the case may be, and the ability to have high-speed remote access at all times.
- Customer will be solely responsible for (i) providing appropriate supervision and management of the use of the system by its personnel and agents and (ii) the implementation of any backup facilities and/or plans for all computer programs and data in the event of errors or malfunction of the system. Support for browser and Internet connections are Customer's responsibility.
- If Customer requests any item of Hardware to be relocated and re-installed at a new installation site (provided that such new installation site meets the applicable site requirements and any and all necessary permits have been obtained by Customer regarding such installation site), Customer will pay for such relocation and re-installation at Swisslog Healthcare's then current rates. Customer will be solely responsible for, and Swisslog Healthcare will have no liability or obligation with respect to, restoring the installation site and the premises after the removal or relocation of any Hardware

Proposal Acceptance and Payment Terms

Upon Customer signature and submission to Swisslog Healthcare, Customer agrees this Proposal shall be incorporated and subject to the terms and conditions of the Master Purchase and Services Agreement as executed between the parties and effective on December 15, 2018. This Proposal shall supersede any PO terms and conditions, and supersedes and replaces the Services and Support Agreement executed between the parties and effective as of December 15, 2018.

Translogic Corporation dba Swisslog Healthcare

San Bernardino County on behalf of Arrowhead
Regional Medical Center

Facility


Authorized Signature

Authorized Signature

Jennie McQuade

Curt Hagman

Print Name

Print Name

Secretary

Chairman, Board of Supervisors

Title

Title

10/5/2021

Date

Date

Purchase order

Swisslog Healthcare

11325 Main Street
Broomfield, CO 80020
USA

Notes:

1. Payment terms are Net 60 days upon receipt of invoice.
2. Discounts are applied for volume, GPO or PMA Contracts. Only one discount customer option will be selected.
3. This Proposal is valid for 90 days from the date on cover page.
4. If hospital or facility qualifies as Tax Exempt, a current copy of the certificate must be included with the Purchase Order.
5. To ensure a timely transition to implementation Client agrees to submit a PO no later than ten (10) days from date of execution of this Proposal. Swisslog Healthcare will not process Client's order until such PO is received and failure to do so may delay installation. Customer must include Tax on PO if applicable to avoid delays in processing.
6. Please Return Signed Copy and Purchase Order to: Jason.Claborn@Swisslog.com
7. 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.

Swisslog Healthcare

Email:
healthcare.us@swisslog.com

USA: 800.764.0300

Canada: 877.294.2831 |
905.629.2400

www.swisslog.com/healthcare