

SUBMITTAL TO THE BOARD OF SUPERVISORS  
COUNTY OF RIVERSIDE, STATE OF CALIFORNIA

357



FROM: County Counsel

SUBMITTAL DATE:

June 18, 2015

SUBJECT: Conflicts Waiver for Foley & Lardner to represent the County in Connection with Electronic Health Records (EHR) transaction with Loma Linda University Medical Center; District: All [\$0]

**RECOMMENDED MOTION:** That the Board of Supervisors approve the letter waiver of conflict of interest and authorize County Counsel to sign the waiver for the law firm Foley & Lardner, LLP to represent the County in connection with an Electronic Health Records (EHR) platform with Loma Linda University Medical Center and Loma Linda Shared Services Systems (Loma Linda) using the Epic Systems Corp. (Epic) software platform.

**BACKGROUND:**

Summary

The County currently utilizes the law firm of Foley & Lardner, LLP, to provide counsel services on behalf of the hospital with regard to various healthcare and hospital related matters. Foley & Lardner, LLP also represents Epic in unrelated matters. The matter would involve Epic as another involved party which is likely to have interests adverse to the County.

(continued next page)

GREGORY P. PRIAMOS  
County Counsel

FINANCIAL DATA	Current Fiscal Year:	Next Fiscal Year:	Total Cost:	Ongoing Cost:	POLICY/CONSENT (per Exec. Office)
COST	\$	\$	\$	\$	Consent <input type="checkbox"/> Policy <input checked="" type="checkbox"/>
NET COUNTY COST	\$	\$	\$	\$	

**SOURCE OF FUNDS:**

Budget Adjustment:

For Fiscal Year:

**C.E.O. RECOMMENDATION:**

APPROVE

BY:

Tina Grande

County Executive Office Signature

**MINUTES OF THE BOARD OF SUPERVISORS**

On motion of Supervisor Ashley, seconded by Supervisor Benoit and duly carried by unanimous vote, IT WAS ORDERED that the above matter is approved as recommended.

Ayes: Jeffries, Tavaglione, Washington, Benoit and Ashley  
Nays: None  
Absent: None  
Date: June 30, 2015  
xc: Co.Co.

Kecia Harper-Ihem  
Clerk of the Board  
By:   
Deputy

Prev. Agn. Ref.:

District: All

Agenda Number:

3-11

Departmental Concurrence

Positions Added

Change Order

A-30

4/5 Vote

**SUBMITTAL TO THE BOARD OF SUPERVISORS, COUNTY OF RIVERSIDE, STATE OF CALIFORNIA  
FORM 11: : Conflicts Waiver for Foley & Lardner to represent the County in Connection with  
Electronic Health Records (HER) transaction with Loma Linda University Medical Center;  
District: All [\$0]**

**DATE: June 18, 2015**

**PAGE: 2 of 2**

**BACKGROUND:**

**Summary (continued)**

County Counsel staff has reviewed the attached waiver of conflict of interest letter and do not believe an actual conflict of interest would arise in connection with the firm's representation or that the County's interests would be adversely affected by the firm's representation of Epic in unrelated matters.

The request for a conflicts waiver by Foley & Lardner, LLP. is prompted by Rule 3-310 of the California Rules of Professional Conduct, which provides, in pertinent part:

"(C) A member [of the Bar] shall not, without the informed written consent of each client:

(1) Accept representation of more than one client in a matter in which the interests of the clients potentially conflict; or

(2) Accept or continue representation of more than one client in a matter in which the interests of the clients actually conflict; or

(3) Represent a client in a matter and at the same time in a separate matter accept as a client a person or entity whose interest in the first matter is adverse to the client in the first matter."

**Impact on Citizens and Businesses**

N/A

**SUPPLEMENTAL:**

**Additional Fiscal Information**

N/A

**Contract History and Price Reasonableness**

N/A

**ATTACHMENTS: Conflict Waiver Letter from Foley & Lardner, LLP**

June 15, 2015

ATTORNEYS AT LAW  
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www.foley.com

WRITER'S DIRECT LINE  
213.972.4669

EMAIL  
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CLIENT/MATTER NUMBER  
174855-0100

**PRIVILEGED AND CONFIDENTIAL**

**VIA E-MAIL**

Anita C. Willis  
Assistant County Counsel  
County of Riverside  
3960 Orange Street, Suite 500  
Riverside, CA 92501

Re: Waiver of Conflict – Epic Systems Corp.

Dear Ms. Willis:

We have been requested to advise the County of Riverside ("County") in connection with an EHR arrangement under which the Loma Linda University Medical Center and Loma Linda University Shared Services (collectively "Loma Linda") would be providing access to its Epic system platform as a third party host ("the Matter"). The Matter would involve Epic Systems Corp. ("Epic") as an other involved party which is likely to have interests adverse to those of the County. As we discussed, the firm represents Epic in various unrelated matters.

In connection with our requested representation of the County in the Matter, we recognize there is a potential conflict of interest between the County on one side, and Epic on the other side. The parties may consent to waive the conflict. By this letter, we are requesting that you consent to waive any objection based on this conflict of interest, and consent to our continued representation of Epic in unrelated matters.

Our firm is governed by specific rules relating to our representation of clients when potential or actual conflicts of interest may exist, or exist. Rule 3-310(C) of the Rules of Professional Conduct of the State Bar of California reads as follows:

**Rule 3-310(C). AVOIDING THE REPRESENTATION OF  
ADVERSE INTERESTS**

(C) A member shall not, without the informed written consent of each client:

(1) Accept representation of more than one client in a matter in which the interests of the clients potentially conflict; or

BOSTON  
BRUSSELS  
CHICAGO  
DETROIT  
JACKSONVILLE

LOS ANGELES  
MADISON  
MILWAUKEE  
NEW YORK  
ORLANDO

SACRAMENTO  
SAN DIEGO  
SAN FRANCISCO  
SILICON VALLEY

TALLAHASSEE  
TAMPA  
TOKYO  
WASHINGTON, D.C.



FOLEY & LARDNER LLP

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(2) Accept or continue representation of more than one client in a matter in which the interests of the clients actually conflict; or

(3) Represent a client in a matter and at the same time in a separate matter accept as a client, a person, or entity whose interest in the first matter is adverse to the client in the first matter.

It is in accordance with Rule 3-310(C), as set forth above, that we are requesting your informed and written consent to continue our current representation of Epic in unrelated matters, while we advise the County in connection with the above-described Matter. Epic has agreed to waive the conflicts of interest to permit our representation in the Matter.

If this meets with your approval, we ask that an authorized representative execute this letter in the space provided below and return it via email or hard copy. We understand from representatives of the County involved in this Matter that time is of the essence.

Your cooperation in this matter is appreciated. Thank you so much.

Very truly yours,

FOLEY & LARDNER LLP

By: 

Diane Ung

The undersigned acknowledges receipt and understanding of this letter and gives informed consent to legal representation by Foley & Lardner LLP of the County of Riverside in the above described Matter, and of Epic Systems Corp., on the terms described above.

AGREED AND ACCEPTED:

**COUNTY OF RIVERSIDE**

By: \_\_\_\_\_

(Title) \_\_\_\_\_

(Date) \_\_\_\_\_