

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

634



FROM: Riverside University Health System

SUBMITTAL DATE:
January 20, 2016

SUBJECT: Ratify the Fifth Amendment to the Professional Services Agreement with Foley and Lardner, LLP to provide Legal Counseling Services through June 30, 2016; All Districts; [\$750,000]; Hospital Enterprise Funds

RECOMMENDED MOTION: That the Board of Supervisors:

1. Ratify and authorize the Chairman to execute the Fifth Amendment with Foley and Lardner, LLP to provide legal counseling services through June 30, 2016 in the amount of \$750,000, and;
2. Authorize the Purchasing Agent, in accordance with Ordinance No. 459, to sign amendments that do not change the substantive terms of the agreement, and to allow the Purchasing Agent to increase the compensation amount not more than ten percent of the aggregate amount, as approved by County Counsel.

BACKGROUND:

Summary

Foley & Lardner offers specific specialized services that other firms do not offer, such as Medi-Cal litigation and Medicare regulations, which are critical for Riverside University Health System (RUHS) Medical Center and its Federally Qualified Health Clinics (FQHC).

Zareh H. Sarrafian, Assistant
CEO - Health System

FINANCIAL DATA	Current Fiscal Year:	Next Fiscal Year:	Total Cost:	Ongoing Cost:	POLICY/CONSENT (per Exec. Office)
COST	\$ 750,000	\$ 0	\$ 750,000	\$ 0	Consent <input type="checkbox"/> Policy <input checked="" type="checkbox"/>
NET COUNTY COST	\$ 0	\$ 0	\$ 0	\$ 0	
SOURCE OF FUNDS: Hospital Enterprise Fund - 40050				Budget Adjustment: No	
				For Fiscal Year: 15/16	

C.E.O. RECOMMENDATION:

APPROVE

BY:
Christopher M. Hans

County Executive Office Signature

MINUTES OF THE BOARD OF SUPERVISORS

On motion of Supervisor Jeffries, seconded by Supervisor Ashley 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: February 9, 2016
 xc: RUHS, Purchasing

Kecia Harper-Ihem
Clerk of the Board

By:
Deputy

Prev. Agn. Ref.: 05/24/11; 3.42 | **District:** ALL | **Agenda Number:**

3-19

Purchasing & Fleet Services
Teresa Summers, Assistant Director
Departmental Concurrence

FORM APPROVED COUNTY COUNSEL
BY:
ANITA C. WILLIS
DATE: 1-28-16

- A-30
- Positions Added
- 4/5 Vote
- Change Order

**SUBMITTAL TO THE BOARD OF SUPERVISORS, COUNTY OF RIVERSIDE, STATE OF CALIFORNIA
FORM 11: Approval of the Fifth Amendment to the Professional Services Agreement with Foley and Lardner,
LLP to provide Legal Counseling Services through June 30, 2016; All Districts; [\$750,000]; Hospital Enterprise
Funds**

DATE: January 20, 2015

PAGE: Page 2 of 2

BACKGROUND:

Summary (continued)

Legal issues include Medicare and Medi-Cal payments and funding issues, strategic planning response to Medi-Cal compliance issues, licensing and certification issues, health care litigation matters, Medi-Cal reimbursement appeals, and legal counseling for affiliations with Loma Linda Hospital as it pertains to Electronic Health Records (EHR) and Clinically Integrated Network (CIN). It is anticipated that the level of need will decrease in the next fiscal year as County Counsel has hired an experienced health care attorney to assist the health system.

Impact on Citizens and Businesses

The Hospital, its site-based clinics and community-based clinics serve residents in all five Riverside County supervisorial districts, providing more than 450,000 patient encounters each year. The local economy will reap positive benefits from the presence of a thriving regional health system that is served by a well-paid, educated workforce, and where patients of all incomes can obtain high quality healthcare services that now seek providers in neighboring counties.

Contract History and Price Reasonableness

Foley and Lardner has a long history with Riverside County and RUHS, consequently providing extensive knowledge of County and hospital operations. They have provided legal health care services since 1987 and have familiarity with Riverside County. As Riverside University Health System (RUHS) continues to improve services, the need for legal advice on special business and health law matters related to operating a university medical center is essential, as well as assistance with issues related to managed care, licensing of prepaid health plans, and capitation payments.

On May 24, 2011, agenda item 3.42, the Board approved the professional services agreement with Foley and Lardner for an amount not to exceed \$250,000 annually. This amendment requests \$500,000 in additional funds to be added onto the contract for the current fiscal year.

ZHS:ns

FIFTH AMENDMENT TO THE AGREEMENT

WITH

FOLEY & LARDNER, LLP

(Legal Services – health related issues and Medi-Cal Contracting)

That certain Agreement between Riverside County Regional Medical Center (“AGENCY”) and Foley & Lardner, LLP, (“ATTORNEYS”), approved May 24, 2011, Agenda Item 3.42, first amendment executed June 4, 2012, second amendment executed May 20, 2013, third amendment executed June 24, 2014, and fourth amendment executed June 26, 2015, is hereby amended as follows:

- 1. Delete the language in **Section 10, Initial Cost Estimate**, in its entirety and replace to read as follows:

“ATTORNEYS and AGENCY have determined a cost estimate of seven hundred fifty thousand dollars (\$750,000) annually; ATTORNEYS shall notify the County immediately in writing when ATTORNEYS have expended seventy-five percent (75%) of the cost estimate. ATTORNEYS shall not exceed the cost estimate without prior written authorization of AGENCY. A written amendment shall be a condition precedent to any obligation for payment by AGENCY beyond the approved cost estimate.”

- 2. All other terms and conditions of this AGREEMENT are to remain unchanged.

IN WITNESS WHEREOF, the Parties hereto have caused their duly authorized representatives to execute this Amendment.

COUNTY OF RIVERSIDE, a political
Subdivision of the State of California

By: John J. Benoit
John J. Benoit, Chairman
Board of Supervisors

Dated: FEB 09 2016

Foley and Lardner, LLP

By: Diane Ung
Diane Ung,
Partner

Dated: 2/2/2016

ATTEST:

Kecia Harper-Ihem
Clerk of the Board

By: [Signature]
Deputy

APPROVED AS TO FORM:

Gregory P. Priamos
County Counsel

By: [Signature]
Amita C. Willis,
Assistant County Counsel