
Setting the Standard in Health Care Excellence

March 28, 2023

Board of Supervisors
County of Ventura
800 South Victoria Avenue
Ventura, CA 93009

SUBJECT

Approval of, and Authorization for the Purchasing Agent or Designee to Accept, the General Terms and Conditions of Sale and Software License with Philips North America LLC, or Other Philips Legal Entity (Philips), for Anticipated Purchases of Medical Equipment or Software Licenses from Philips; Authorization for Non-Material Changes Subject to County Counsel Approval; Authorization for Waiver of County Administrative Policy Manual Policy No. Chapter VI-1 Prohibiting the Inclusion of Provisions for Attorney Fees, Interest, and Governing Laws Other than California in County Contracts.

RECOMMENDATIONS

1. That your Board approve, and authorize the Purchasing Agent or designee to accept, the General Terms and Conditions of Sale and Software License (T&Cs) with Philips North America LLC, which may be used with any Philips legal entity (Philips) (Exhibit 1), for medical equipment purchases or software licenses.
2. That your Board authorize non-material changes to the T&Cs subject to approval by County Counsel.
3. That your Board authorize waiver of County Administrative Manual Policy No. Chapter VI-1 prohibiting the inclusion of provisions for attorney fees, interest, and governing laws other than California in County contracts. There is no fiscal impact with this item.

FISCAL IMPACT

There is no fiscal impact with this item.

DISCUSSION

Phillips provides hardware and software solutions in telemetry, imaging and advanced patient monitoring, as well as medical solutions in other areas. The Health Care Agency (HCA) is currently working on new purchases from Philips to enhance patient safety which would be subject to the T&Cs before your Board. The new equipment includes central telemetry monitoring for cardiac patients, which will provide Ventura County Medical


Center (VCMC) with a robust signal for telemetry monitoring across all areas in the inpatient setting. Another project is the PICU mirror display, which will allow PICU patients to be monitored at a single telemetry station. This represents an important safety measure to ensure that nursing staff can continuously monitor the cardiac status of all PICU patients.

VCMC is also purchasing transducers for fetal heart rate monitoring, which is the process of checking the condition of the fetus during labor and delivery. Continuous or intermittent electronic fetal monitoring is the standard of care for hospitals with labor and delivery units.

In addition, VCMC is purchasing four end-tidal CO2 detectors for the emergency rooms at VCMC and Santa Paula Hospital. These modules are used to monitor patient respiratory status during moderate sedation, or in the event of a medical emergency. Obtaining these detectors for each hospital will improve the end tidal monitoring of patients in the ER undergoing sedation, a significant safety and compliance improvement. Finally, VCMC is working with Phillips to obtain one medical surgical transport patient monitor. This will be used to ensure patient vital signs are measured during transport, improving patient safety.

The T&Cs provide for payment of interest on amounts not paid when due at the annual rate of 12%, and reimbursement to Philips of reasonable attorneys' fees related to the enforcement of its rights or remedies. The T&Cs also state that the purchases will be subject to the laws of the state where the applicable Philips legal entity is situated, which may or may not be California. Accordingly, HCA is requesting that your Board approve waiver of County Administrative Policy Manual Policy No. Chapter VI-1 to permit inclusion of these provisions in the T&Cs. If HCA converts a purchased product to a lease as per the T&Cs Section 5, HCA will seek the required approvals for the conversion.

This letter has been reviewed by the County Executive Office, County Counsel, Auditor-Controller's Office, and General Services Agency Procurement Services. If you have any questions regarding this item, please call John Fankhauser, M.D., Chief Executive Officer, County Hospitals, at 805-652-6058.



John Fankhauser, M.D.
Chief Executive Officer, County Hospitals



Barry L. Zimmerman
Health Care Agency Director

Exhibit

Exhibit 1 - Philips North America LLC – General Terms and Conditions of Sale and Software License