

1 [Contract]

2
3 AUTHORIZING THE DEPARTMENT OF PUBLIC HEALTH, POPULATION HEALTH AND
4 PREVENTION DIVISION, TO ENTER INTO A SUBCONTRACT IN THE AMOUNT OF \$85,012
5 WITH THE PUBLIC HEALTH FOUNDATION ENTERPRISES, INC., THE PRIMARY
6 CONTRACTOR, TO PARTICIPATE IN A PROJECT FOR ENHANCED HEPATITIS
7 SURVEILLANCE WHICH INCLUDES INDEMNIFICATION, BINDING ARBITRATION, AND
8 RIGHTS IN DATA CLAUSES AND WHICH DOES NOT INCLUDE PATENT INFRINGEMENT
9 INDEMNIFICATION AND FALSE CLAIMS CLAUSES; RETROACTIVE TO JULY 1, 1998;
10 WAIVING INDIRECT COSTS.

11 WHEREAS, The Public Health Foundation Enterprises, Inc., is the prime recipient of a
12 Cooperative Agreement from the Centers for Disease Control and Prevention (CDC) entitled "Emerging
13 Infections Program"; and,

14 WHEREAS, The Public Health Foundation Enterprises, Inc., as the primary contractor, requires
15 the assistance of the San Francisco Department of Public Health to complete this project; and,

16 WHEREAS, The subcontract specifies that Dr. Tomás Aragón, Population Health and Prevention
17 Division, Community Health and Safety Services, Community Health Epidemiology, shall be
18 responsible for the performance of the scientific and technical aspects of the subcontract scope of work
19 during the term of the subcontract; and,

20 WHEREAS, The Public Health Foundation Enterprises, Inc. has agreed to reimburse the San
21 Francisco Department of Public Health in the amount of \$85,012 under the terms of this subcontract;
22 and,

23 WHEREAS, As a condition of receiving the funds, The Public Health Foundation Enterprises,
24 Inc. requires the City to enter into an agreement (the "Agreement"), a copy of which is on file with the
25 Clerk of the Board of Supervisors in File No. 98-1605 ; and,

WHEREAS, The Public Health Foundation Enterprises, Inc. has indicated that it will not agree to
any modification to the form of the Agreement; and,

WHEREAS, The Agreement contains certain provisions described below, which require the
approval of the Board of Supervisors; and,

1 WHEREAS, The Agreement does not contain certain provisions described below, which are
2 required under the Administrative Code unless waived by the Board of Supervisors; and,

3 WHEREAS, The Public Health Foundation Enterprises, Inc. does not allow for indirect costs for
4 this subcontract; and,

5 WHEREAS, the Board of Supervisors desires to authorize the Department of Public Health, on
6 behalf of the City, to enter into the agreement in order to receive and expend the funds for this and any
7 future years; now, therefore, be it

8 RESOLVED, That the San Francisco Department of Public Health is hereby authorized to enter
9 into a subcontract in the amount of \$85,012 with The Public Health Foundation Enterprises, Inc., the
10 Primary Contractor, to more accurately define the incidence and epidemiology of all types of viral
11 hepatitis in the City and County of San Francisco; retroactive to July 1, 1998; and, be it

12 FURTHER RESOLVED, That the Director of Health is authorized to enter into the Agreement
13 on behalf of the City; and, be it

14 FURTHER RESOLVED, That the Board of Supervisors hereby approves the provision in the
15 Agreement pursuant to which the City indemnifies The Public Health Foundation Enterprises, Inc.; and,
16 be it

17 FURTHER RESOLVED, That the Board of Supervisors hereby approves the provision in the
18 Agreement pursuant to which the City agrees to submit all claims arising out of the Agreement to
19 binding arbitration; and, be it

20 FURTHER RESOLVED, That the Board of Supervisors hereby approves the provision in the
21 Agreement pursuant to which the City agrees to grant a royalty-free, nonexclusive, nontransferable and
22 irrevocable right to the use of data developed under the contract; and, be it

23 FURTHER RESOLVED, That the Board of Supervisors hereby waives the requirement
24 contained in Sections 6.21 and 21.19 of the Administrative Code that the Agreement include an
25 indemnification of the City by The Public Health Foundation Enterprises, Inc. for the infringement of
patent rights; and, be it

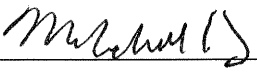
 FURTHER RESOLVED, That the Board of Supervisors hereby waives the requirement
contained in Section 6.57(c) of the Administrative Code that the Agreement include a paragraph reciting
the false claim provisions contained in Section 6.57(a) of the Administrative Code; and, be it

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FURTHER RESOLVED, That the Board of Supervisors authorizes the Director of Public Health to enter into similar agreements with The Public Health Foundation Enterprises, Inc. if the contract is renewed; and, be it


FURTHER RESOLVED, That the Board of Supervisors does hereby waive indirect costs.

RECOMMENDED:



Mitchell Katz, M.D.
Director of Health

APPROVED:



Health Commission



City and County of San Francisco

Veterans Building
401 Van Ness Avenue, Room 308
San Francisco, CA 94102-4532

Tails

Resolution

File Number: 981605

Date Passed:

Resolution authorizing the Department of Public Health, Population Health and Prevention Division, to enter into a subcontract in the amount of \$85,012 with the Public Health Foundation Enterprises, Inc., the primary contractor, to participate in a project for enhanced hepatitis surveillance which includes indemnification, binding arbitration, and rights in data clauses and which does not include patent infringement indemnification and false claims clauses; retroactive to July 1, 1998; waiving indirect costs.

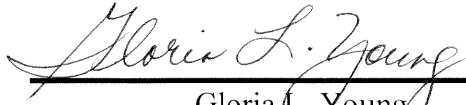
October 19, 1998 Board of Supervisors — ADOPTED

Ayes: 10 - Ammiano, Bierman, Brown, Katz, Kaufman, Leno, Medina, Teng,
Yaki, Yee

Absent: 1 - Newsom

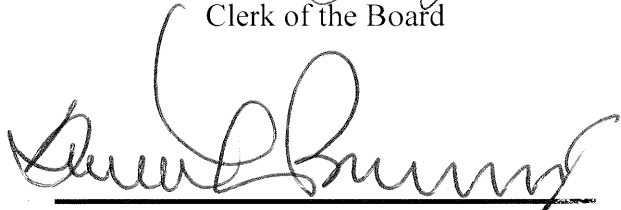
File No. 981605

I hereby certify that the foregoing Resolution was ADOPTED on October 19, 1998 by the Board of Supervisors of the City and County of San Francisco.



Gloria L. Young
Clerk of the Board

OCT 30 1998
Date Approved



Mayor Willie L. Brown Jr.