

**Department of Health**

10 County Center Road, 2<sup>nd</sup> Floor  
White Plains, NY 10607

**84661**

TO: The Board of Acquisition and Contract

FROM: Sherlita Amler, M.D.  
Commissioner of Health

DATE: April 29, 2021

RE: Authorization to enter into a second contract amendment with Public Health Solutions to accept contract funding for the third one-year budget period of 3/1/21 through 02/28/22 in the amount not-to-exceed \$134,098, pursuant to an approved budget, and also to indemnify and defend Public Health Solutions as described below.

The County of Westchester (the "County"), acting by and through its Department of Health (the "WCDH"), requests authorization to enter into a second contract amendment with Public Health Solutions ("PHS") to accept contract funding for the Early Intervention Services ("EIT") Program Grant for the third one-year budget period of March 1, 2021 through February 28, 2022, in an amount not-to-exceed \$134,098, pursuant to an approved budget.

The WCDH was recently notified by PHS that a contract amendment to provide contract funding for the third one-year budget period of 3/1/21 through 02/28/22 in the amount not-to-exceed \$134,098 will be sent for execution.

On April 9, 2020, the November 21, 2019 Resolution was hereby amended (the "April 9, 2020 Resolution"), to reflect that the original executed agreement only authorized contract funding for the first one-year budget period of 3/1/19 to 2/29/20 in the amount not-to-exceed \$134,098 and not the full three-year amount.

In addition, the April 9, 2020 Resolution also authorized the County to enter into a contract amendment with Public Health Solutions ("PHS") to accept contract funding for the second one-year budget period of 3/1/20 through 02/28/21 in the amount not-to-exceed \$134,098, pursuant to an approved budget, and for the County to indemnify and defend PHS. This amendment has been executed.

Therefore, the County, acting by and through its WCDH, requests authorization to enter into a second contract amendment with PHS to accept contract funding for the Early Intervention Services (“EIT”) Program Grant, for the third one-year budget period of March 1, 2021 through February 28, 2022, in an amount not-to-exceed \$134,098, pursuant to an approved budget.

The contract amendment will also require the County to indemnify and defend Public Health Solutions as follows:

“The WCDH (as “Contractor”) shall indemnify, defend and hold harmless Public Health Solutions and DOHMH and each of their respective officers, directors, employees, agents, affiliates, successors and assigns (each an “Indemnified Party”) against any and all losses, damages, liabilities, deficiencies, claims, actions, judgments, settlements, interests, awards, fines, costs, or expenses of whatever kind, including professional fees and/or attorneys’ fees, incurred by or assessed against any Indemnified Party in connection with any threatened or actual proceeding arising out of any negligent or more culpable act or omission of the Contractor in connection with the performance of its obligations under this Agreement and/or any breach of this Agreement by the Contractor. The Contractor shall give PHS and the DOHMH prompt notice of any claim to which this indemnity applies, and PHS and/or DOHMH, as applicable, shall be entitled to participate in the defense of any such claim through counsel of its own choice and at the Contractor’s expense.”

The New York City Department of Health and Mental Hygiene (“NYC DOHMH”), through its funding intermediary PHS, has awarded the WCDH this EIT grant funding to provide community-based HIV testing, among other services, in high risk/special populations where there continues to be limited resources. This EIT funding is part of the Ryan White Part A Program which provides medical and support services to counties/cities that are the most severely affected by HIV/AIDS epidemic.

This EIT Program will promote the public health, safety and welfare of County residents by assisting the WCDH in decreasing the spread of HIV and Hepatitis infection in high risk/special populations which are primarily uninsured and underinsured and improving overall health outcomes.

The goal of this EIT Program is to provide targeted HIV testing among priority populations in non-clinical settings to encourage these groups to test regularly according to the recommendations of the Centers for Disease Control and Prevention (“CDC”) and NYC DOHMH recommendations. The objectives to accomplish this are a) linkage to initiation of antiretroviral treatment (“iART”); b) timely linkage to care for those who are newly diagnosed or previously diagnosed and out of care for 9 months or longer; and c) linkage to pre-exposure prophylaxis (“PrEP”) and post-exposure prophylaxis (“PEP”) services for HIV-negative persons at risk of HIV acquisition.

The goals and objectives of the EIT Program will be tracked and monitored by entering at least monthly the number of clients tested for HIV, newly diagnosed, newly linked to care, among other service indicators, into PHS's reporting portal eSHARE. Program outcomes will also be measured by client satisfaction surveys.

The proposed contract is exempt from Section 3(a)(xiv) of the Procurement Policy relating to procurements "for the purpose of entering into a contract or contracts with not for profit organizations for the purposes of providing aid, care and support to persons in need of public assistance."

I certify that my department, a.) has copies of, or access to, all applicable laws, rules, regulations, grant applications, and grant agreements (including any master grant agreement), as well as any guidance or instructions received from the agency making the grant (the "Grant Terms"), b.) has reviewed the Grant Terms, c.) is aware of and understands all of the Grant Terms, and d.) can and will comply with all of the Grant Terms.

Except as otherwise stated herein, all of the terms and conditions of the original agreement as amended will remain unchanged.

Approval of the attached resolution is respectfully requested.

APPROVED BOARD OF ACQUISITION & CONTRACT - 25131021 - LISA MURRAY SECRETARY

## RESOLUTION

Upon a communication from the Commissioner of Health, be it hereby

**RESOLVED**, that the County of Westchester (the "County"), acting by and through its Department of Health (the "WCDH"), requests authorization to enter into a second contract amendment with Public Health Solutions ("PHS") to accept contract funding for the Early Intervention Services ("EIT") Program Grant, for the third one year budget period from March 1, 2021 through February 28, 2022, in an amount not-to-exceed \$134,098, pursuant to an approved budget; and, be it further

**RESOLVED**, that except as otherwise stated herein, all other terms and conditions of the original agreement as amended shall remain the same; and, be it further

**RESOLVED**, that the amendment will also require the County to indemnify and defend Public Health Solutions as follows:

"The WCDH (as "Contractor") shall indemnify, defend and hold harmless Public Health Solutions and DOHMH and each of their respective officers, directors, employees, agents, affiliates, successors and assigns (each an "Indemnified Party") against any and all losses, damages, liabilities, deficiencies, claims, actions, judgments, settlements, interests, awards, fines, costs, or expenses of whatever kind, including professional fees and/or attorneys' fees, incurred by or assessed against any Indemnified Party in connection with any threatened or actual proceeding arising out of any negligent or more culpable act or omission of the Contractor in connection with the performance of its obligations under this Agreement and/or any breach of this Agreement by the Contractor. The Contractor shall give PHS and the DOHMH prompt notice of any claim to which this indemnity applies, and PHS and/or DOHMH, as applicable, shall be entitled to participate in the defense of any such claim through counsel of its own choice and at the Contractor's expense.";

and, be it further

**RESOLVED**, that the County Executive or his duly authorized designee be and hereby is authorized and empowered to execute any and all documents necessary to effectuate the purposes of this resolution in the manner prescribed by law.

County of Westchester

Account to be  
Charged/Credited

| Fund | Dept | Major Program,<br>Program & Phase<br>Or Unit | Object/<br>Revenue | Trust<br>Account | Dollars   |
|------|------|--|--------------------|------------------|-----------|
| 263  | 27   | W001   | 9853               | G001             | \$134,098 |
|      |      |  |                    |                  |           |
|      |      |  |                    |                  |           |

Budget Funding Year(s) 2021-2022 Start Date 3/1/21 End Date 2/28/22

Funding Source

Tax Dollars \_\_\_\_\_

State Aid \_\_\_\_\_

**\$134,098**

Federal Aid: Public Health Solutions, NYC DOHMH

(must match resolution)

Other \_\_\_\_\_

APPROVED BOARD OF ACQUISITION & CONTRACT - 03/13/2021 - LISA MARIJAJ, SECRETARY