



**Agenda Item No. 1
December 4, 2013 Meeting**

DATE: November 22, 2013
TO: Children and Families Commission of Orange County
FROM: Christina Altmayer, Executive Director 
SUBJECT: Revised Standard Form Agreements

SUMMARY:

The Children and Families Commission of Orange County has agreements with approximately 200 organizations. These agreements are with non-profit organizations, public entities, school districts, and professional/consulting organizations and include standard terms and conditions, which define the requirements for contracting with the Commission. The standard form is regularly reviewed, and this report requests approval for updates to the standard form agreements. Given the upcoming renewal cycle and the anticipated new agreements effective July 1, 2014, it is an appropriate time to reconsider the Commission's standard form agreements.

DISCUSSION

The boilerplate was recently reviewed and updated to clarify the contracting language, remove outdated provisions, update insurance and indemnification requirements to be more consistent with County requirements and Commission agreements, and to accommodate different requirements that come with leveraging other funding sources such as the federal funding for the VISTA (Volunteers in Service To America) program and the First 5 California grants for CARES Plus and California Child Signature Program.

The revised boilerplate language is intended to be easier to understand and administer by Commission contractors. It has been reviewed by Commission Counsel and is recommended for Commission approval. A summary of the changes is attached (Attachment 1) and the complete revised Standard Form Agreements are on file with the Clerk of the Commission.

STRATEGIC PLAN & FISCAL SUMMARY:

This action has no funding impact.

PRIOR COMMISSION ACTION:

May 2010 –Approved updated standard form agreements

RECOMMENDED ACTION:

Approve revised Standard Form Agreements for Non-Profit, Public Entity, School District, Professional and Consulting organizations.

ATTACHMENT:

1. Summary of Substantive Updates to Standard Form Agreements for Non-Profit, Public Entity, School District, Professional and Consultant Services

Contact: Susie Kim

**SUMMARY OF SUBSTANTIVE UPDATES TO STANDARD FORM AGREEMENTS FOR
NON-PROFIT, PUBLIC ENTITY, SCHOOL DISTRICT, PROFESSIONAL AND CONSULTANT SERVICES**

Section	Description of Change	Change Location				
		Non-Profit	Public Entity	School District	Professional Services	Consultant Services
Matching Funds	Expanded to include other matching fund opportunities in addition to First 5 California	Recital E	Recital E	Recital E	N/A	N/A
Subcontracts	Modified to keep subcontract retention periods consistent with general records retention requirements	5, 5.1	5, 5.1	5, 5.1	N/A	N/A
Indemnification	Approval of defense counsel and apportionment of liability language updated to be consistent with County requirements	6.1, 6.1.1	6.1, 6.1.1	6.1, 6.1.1	6.1, 6.1.1	5.1, 5.1.1
Insurance	Updated to be consistent with County's Risk Management policies: <ul style="list-style-type: none"> • form of insurance certificates and endorsements • sexual misconduct liability insurance coverage required if services include custody, transportation, or unsupervised contact with clients • specific reservation of Commission's right to increase or decrease insurance requirements throughout the term of the Agreement 	7.1.1 - 7.1.9, 7.2.5, 7.2.6, 7.3	7.1.2, 7.3.1, 7.3.2, 7.4	7.1.2, 7.3.1, 7.3.2, 7.4	7.1.1 - 7.1.9, 7.2.5, 7.3	6.2, 6.3, 6.5
Use of Commission Name and Logo	Changed to be required on all program materials unless otherwise agreed to by Commission	9.12	9.12	9.12	N/A	N/A
Suspension and Debarment	For contracts with more than \$25,000 in federal funding, contractor shall be required to certify that it is not debarred or suspended from participation in federally funded programs	9.21	9.21	9.21	N/A	N/A
Form of Business Organization and Real Property Disclosure	This section has been deleted in its entirety as it is no longer relevant to the manner in which the Commission contracts for services	11 (former)			N/A	N/A
Confidentiality	Added requirement to comply with confidentiality requirements for any other funding sources allocated through the agreement	11	11	11	12.1	11.1
Enforcement of Child Support Obligations	Updated with exemptions to mirror County Contract Policy Manual; added to Professional Services and Consultant agreement templates	13.2.4	13.2.4	13.2.4	Added as 9.2	Added as 8
Single Audit/ OMB Cir. A-133	Added compliance requirement to be included in contracts with federal funding	14.6	14.6	14.6	N/A	N/A
Initial Payment	Language clarified to allow for an initial payment in each fiscal year of a multi-year agreement, subject to repayment of any previously issued initial payments	15.2	15.2	15.2	N/A	N/A

**SUMMARY OF UPDATED STANDARD FORM AGREEMENTS FOR
NON-PROFIT, PUBLIC ENTITY, SCHOOL DISTRICT, PROFESSIONAL AND CONSULTANT SERVICES**

Section	Description of Change	Change Location				
		Non-Profit	Public Entity	School District	Professional Services	Consultant Services
Facilities/Lease Costs	Language moved from deleted Section 11 (Form of Business Organization) – limits reimbursement of depreciation costs for real property to no more than 4%	15.6	15.6	15.6	N/A	N/A
Retention Amount	Language modified to allow retention to be held as the last invoice in each fiscal year of a multi-year agreement, rather than just the final invoice	15.8	15.8	15.8	N/A	N/A
Source of Funding	Modified to reflect that some Commission agreements are funded in conjunction with non-Commission funds, such as Cares Plus and California Child Signature Program grant funds	15.10	15.10	15.10	11.3	9.4
Leveraging Funds	“Medi-Cal Administrative Activities (MAA)” changed to “County-based Medi-Cal Administrative Activities (CMAA)”	15.11	15.11	15.11		7.9.8
Records	Outdated reference to “microfilm or microfiche” updated with “other technology for maintaining and transmitting records as approved in advance by ADMINISTRATOR”	17.3	17.3	17.3	N/A	N/A
Web-based Data Reporting	References to a specific contracted provider agency replaced with a generic reference to “COMMISSION’s designated contractor/consultant for its evaluation and contract management system”	18.1, 18.1.1, 18.1.2, 18.2	18.1, 18.1.1, 18.1.2, 18.2	18.1, 18.1.1, 18.1.2, 18.2	20.1, 20.1.1, 20.1.2, 20.1.3	24.1, 24.1.1, 24.1.2, 24.1.3
Notices	Updated to Commission’s new address	21.1	21.1	21.1	16	19
Conflict of Interest Acknowledgement	Requirement added to Consultant agreement template	N/A	N/A	N/A	N/A	Added as 18