

Limited-Sources Justification

1. Contracting Activity: Department of Veterans Affairs (VA)
Office of Acquisition Operations
Strategic Acquisition Center (SAC)
10300 Spotsylvania Avenue
Fredericksburg, VA 22408

2. Description of Action: The proposed action is for a sole source, firm-fixed price (FFP), national Blanket Purchase Agreement (BPA) for maintenance services for the Optum Anesthesia Manager and Optum Critical Care Manager software and hardware located throughout the Veterans Health Administration (VHA) Veterans Integrated Service Networks (VISNs). This effort is proposed to be awarded under the General Services Administration (GSA) Federal Supply Schedule (FSS) GS-35F-0589X to Optum Clinical Solutions, Inc., 100 Quannapowitt Parkway, Suite 405, Wakefield, MA 01880. The proposed period of performance is one (1) twelve (12) month base period with four (4), twelve (12) month option periods.

3. Description of the Supplies or Services: The proposed action is to obtain software maintenance services for the Optum Anesthesia Manager and Optum Critical Care Manager software and clinical work stations in the VISN facilities outlined in the BPA Statement of Work (SOW). The required maintenance services shall include scheduled software maintenance/repairs, unscheduled maintenance, preventive maintenance, and technical support. The Contractor shall ensure that the Clinical Information System (CIS) and Anesthesia Record Keeper (ARK) operates in an efficient manner as intended, and as further defined in the SOW. The Contractor shall maintain and support the Optum Anesthesia Manager and Optum Critical Care Manager software currently located at the VISNs. The Contractor shall provide all software upgrades, updates, and new versions including any replacement version or name revisions of the existing perpetual unlimited, non-exclusive software licenses. The estimated price of the proposed action inclusive of the option periods is \$23,808,952.64.

4. Authority: Federal Acquisition Regulation (FAR) Part 8.405-6(a)(1)(i)(B), only one source is capable of providing the supplies or services required at the level of quality required because the supplies or services are unique or highly specialized.

5. Rationale Supporting Use of Authority Cited Above:
The Optum Anesthesia Manager and Optum Critical Care Manager software and hardware developed and produced by Optum and is a proprietary product. Optum as the incumbent has articulated in their response to our RFI that they have a clear and complete understanding of our need and they are able to

maintain their propriety system called "Optum Anesthesia Manager and Optum Critical Care Manager Software". As this is a propriety system it makes them the only suitable and capable company to provide this maintenance. Optum is the developer and manufacturer of their CIS/ARK Software Applications, which is an integrated technology solution that includes central computer hardware, peripheral data acquisition hardware and software, and central software.

No other vendor in North America is licensed to distribute, license, sell or provide maintenance and support services for the Optum Clinical Solutions software applications. Due to the proprietary nature of the software, Optum Clinical Solutions is the only vendor that can provide software fixes, service packs, upgrades and updates to the Optum Clinical Solutions software as described in their patent.

There is only one source capable of providing the licenses and services at the level of quality required because the services are unique. Not maintaining this application will impact critical surgical/anesthesia patient care in our VHA VISN facilities. Therefore, pursuant to FAR 8.405-6(a)(1)(i)(B) only one source is capable of providing the supplies or services required at the level of quality required because the supplies or services are unique or highly specialized.

6. Determination of Best Value: I hereby determine that the proposed contract action will represent the best value to the Government. GSA has already determined that the prices on the FSS contract are fair and reasonable. Additionally, price discounts will be sought when negotiating the final agreement.

7. Market Research: RFI # VA 119-15-N-0152 was posted to Federal Business Opportunities on March 16, 2015. Responses were due on March 26, 2015. A total of one (1) response was received from Optum Clinical Solutions, Inc. The one response demonstrated the necessary capability and capacity to meet the requirements contained in the SOW. Optum stated they are the only organization authorized to provide the Optum Anesthesia Manager and Optum Critical Care Manager software and hardware support as they developed and produced the product and hold a patent. This makes them the only suitable and capable company to provide this maintenance. No Other Supplies or Services Will Satisfy Agency Requirements.

8. Any other facts supporting the justification: The Optum Anesthesia Manager and Optum Critical Care Manager software and hardware, developed and produced by Optum Clinical Solutions, Inc. is their proprietary product. Optum does not have affiliation or agreements in place with any authorized resellers to resolve technical problems and/or obtain Optum software updates; therefore, Optum is the only responsible source that exists to obtain this vital support. Optum is the manufacturer of the Optum Anesthesia Manager and Optum Critical Care Manager software application and does not authorize third parties to perform upgrades, maintenance or repairs. Copies of signed testimony by

maintenance services along with a copy of the patents held can be found in Attachment A.

9. Actions to Increase Competition: In order to remove or overcome barriers to competition in future acquisitions for this requirement, the agency will work with the program office to perform additional market research to consider if alternate support service providers become available. In addition the program office and the Strategic Acquisition Center are working on a new procurement to standardize ARK and CIS requirements throughout VHA which will allow open competition for these services in the future.

10. Technical and Requirements Certification: I certify that the supporting data under my cognizance, which are included in this justification, are accurate and complete to the best of my knowledge and belief.

11. Procuring Contracting Officer Certification: I certify that this justification is accurate and complete to the best of my knowledge and belief.

12. Legal Sufficiency Certification: I have reviewed this justification and find it legally sufficient as to formalities and compliance with the requirements set forth in FAR 8.405-6(a)(1)(i)(B).

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Approval

Based on the foregoing justification, I hereby approve the acquisition of maintenance support services for the Optum Anesthesia Manager and Optum Critical Care Manager software and hardware, pursuant to the authority cited in FAR 8.405-6(a)(1)(i)(B), subject to availability of funds, and provided that the services herein described have otherwise been authorized for acquisition.