

**Second Amendment  
To  
Professional Services Agreement – Pediatric Services**

This Second Amendment to Professional Services Agreement – Pediatric Services (“Second Amendment”) is made and entered into by and between The Regents of the University of California, a public corporation, on behalf of the University of California, San Francisco, School of Medicine, Department of Pediatrics (hereinafter referred to as "UCSF"), and the County of Monterey (“County”), on behalf of Natividad Medical Center (hereinafter referred to as “Hospital”).

**RECITALS:**

**WHEREAS**, UCSF and Hospital have heretofore entered into that certain Professional Services Agreement – Pediatric Services (“PSA”) for UCSF to provide pediatric gastroenterology services on behalf of Hospital for the period beginning September 7, 2016 and ending June 30, 2018, and that certain First Amendment to Professional Services Agreement – Pediatric Services to extend the term of the Professional Services Agreement – Pediatric Services through June 30, 2020 (“First Amendment”) (PSA and First Amendment shall be referred to collectively as the “Agreement”); and

**WHEREAS**, Section 15.5 of the Agreement, Amendments, permits the parties to amend the Agreement by mutual written consent of duly authorized representatives of the parties;

**NOW THEREFORE**, UCSF and Hospital hereby agree to amend the Agreement, as follows:

1. Section 3.1, Compensation to UCSF for Contract Services, shall be deleted in its entirety and replaced with the following:

“3.1 Compensation to UCSF for Contract Services. HOSPITAL shall pay to UCSF the amount determined in accordance with Exhibit 3 (the “Compensation”), upon the terms and conditions set forth therein. The total amount payable by Hospital to UCSF under this Agreement, for services provided September 7, 2016 to June 30, 2020, shall not exceed the sum of Two Hundred Thousand Dollars (\$200,000).”

2. Except as provided herein, all remaining terms, conditions and provisions of the Agreement are unchanged and unaffected by this Second Amendment and shall continue in full force and effect.
3. The effective date of this Second Amendment is August 1, 2019.

*(Signature page to follow)*

