

**AMENDMENT NO. 2
TO PROFESSIONAL SERVICES AGREEMENT
BETWEEN The Abaris Group AND
THE NATIVIDAD MEDICAL CENTER
FOR
Phase II of Level II Trauma Center Designation Preparation Services**

This Amendment No. 2 to Professional Services Agreement ("Agreement"), dated November 1, 2012, is entered into by and between the County of Monterey, on behalf of Natividad Medical Center ("NMC"), and The Abaris Group (Contractor), with respect to the following:

RECITALS

WHEREAS, the County and Contractor amended the Agreement previously on May 1, 2013 via Amendment No. 1; and

WHEREAS, the County and Contractor wish to amend the Agreement to extend the term date to allow for existing services to continue; and

WHEREAS, the County and Contractor wish to amend the Agreement to increase the amount of the Agreement by \$200,000 because of the increase in the amount payable for services rendered.

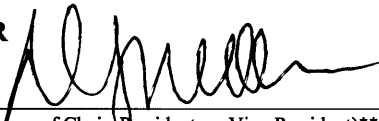
AGREEMENT

NOW, THEREFORE, the parties agree to amend the Agreement as follows:

1. Contractor will continue to provide NMC with the same scope of services as stated in the original Agreement (No.A-12466/MYA703).
2. Section 1, "PAYMENTS BY NMC" shall be amended by removing, " *The total amount payable by NMC to CONTRACTOR under this Agreement shall not exceed the sum of \$100,000.*" and replacing it with "*The total amount payable by County to CONTRACTOR under Agreement No. (A-12466/MYA703) shall not exceed the total sum of \$491,450 for the full term of the agreement*" Except as provided herein, all remaining terms, conditions and provisions of the Agreement are unchanged and unaffected by this Amendment and shall continue in full force and effect as set forth in the Agreement.
3. Section 2, "TERM OF AGREEMENT" shall be amended by removing, "The term of this Agreement is from November 1, 2012 to June 30, 2014 unless sooner terminated pursuant to this Agreement" and replacing it with "The term of this Agreement is from November 1, 2012 to December 31, 2014 new unless sooner terminated pursuant to this Agreement".
4. Except as provided herein, all remaining terms, conditions and provisions of the Agreement and Amendment No. 1, are unchanged and unaffected by this Amendment No. 2 and shall continue in full force and effect as set forth in the Agreement.
5. A copy of this Amendment No. 2 shall be attached to the original Agreement (No. A-12466/MYA703).
6. The effective date of this Amendment No. 2 is February 1, 2014.

IN WITNESS WHEREOF, the parties hereto are in agreement with this Amendment on the basis set forth in this document and have executed this Amendment on the day and year set forth herein.

CONTRACTOR

Signature 1 
(Signature of Chair, President, or Vice-President)***

Dated ~~1/10/14~~ 1/16/14

Printed Name Michael J Williams

Title President

Signature 2 _____
(Signature of Secretary, Asst. Secretary, CFO, Treasurer or Asst. Treasurer) ***

Dated _____

Printed Name _____

Title _____

***INSTRUCTIONS: If CONTRACTOR is a corporation, including limited liability and non-profit corporations, the full legal name of the corporation shall be set forth above together with the signatures of two specified officers. If CONTRACTOR is a partnership, the name of the partnership shall be set forth above together with the signature of a partner who has authority to execute this Agreement on behalf of the partnership. If CONTRACTOR is contracting in an individual capacity, the individual shall set forth the name of the business, if any and shall personally sign the Agreement.

NATIVIDAD MEDICAL CENTER

Signature _____
Purchasing Manager

Dated _____

Signature 
NMC - CEO

Dated 1/16/14


Approved as to Legality and Legal Form:

Charles J. McKee, County Counsel

By 
Anne Bratic
Deputy Attorney for County and NMC

Dated: Feb 12, 2014

Approved as to Fiscal Provisions:

By 
Gary Giboney
Monterey County Auditor/Controller's Office

Dated: 2-12, 2014