

**RENEWAL AND AMENDMENT NO. 1 TO AGREEMENT BY AND BETWEEN
THE COUNTY OF SANTA CLARA
AND
COUNTY OF MONTEREY**

The Transfer Agreement ("Agreement") by and between the County of Santa Clara on behalf of Santa Clara Valley Medical Center ("VMC"), and Natividad Medical Center ("Natividad") effective July 1, 2013, is hereby amended as set forth below, effective in this Renewal and Amendment No. 1 ("FIRST Amendment").

NOW, THEREFORE, the Parties agree as follows:

- 1) Substitution of Party: County of Monterey is hereby substituted as a party to The Agreement effective July 1, 2013. County of Monterey is contracting on behalf of Natividad Medical Center which is owned and operated by the County of Monterey.
- 2) Delete in its entirety Section 10 of the Agreement and replace with the following:
 10. **Term.** This Agreement shall be effective on the Effective Date and shall continue for five years thereafter unless and until terminated as follows:
 - (a) By either Party without cause, upon thirty (30) days prior written notice to the other Party; or
 - (b) Upon material breach of this Agreement, the non-breaching Party may terminate this Agreement on twenty (20) days written notice of the termination to the breaching Party. The notice shall state the acts or omissions which constitute the material breach. Material breach of this Agreement shall include, without limitation, violation of any federal, state or local statutes or regulations related to patient transfers. Remedy of the alleged material breach to the satisfaction of the Party giving notice within fifteen (15) days of the notice shall reinstate the Agreement.
- 3) Delete in its entirety Exhibit A of the Agreement and replace with Exhibit A-1 attached hereto and incorporated herein by this reference.

Except as set forth herein, all other terms and conditions of the Agreement as amended by this FIRST Amendment shall remain in full force and effect; provided, however, in the event of any conflict between the terms of the Agreement and this FIRST Amendment, the terms of this FIRST Amendment shall control. Capitalized terms not otherwise defined herein shall have the same meanings assigned to them in the Agreement.

The Agreement as amended by this FIRST Amendment constitutes the entire agreement of the parties concerning its subject matter and supersedes all prior oral and written agreements, representations and understandings between the parties concerning such subject matter.

This FIRST Amendment may be executed by the parties in any number of separate counter parts, each of which shall be deemed an original and all of which, taken together shall be deemed to constitute one and the same instrument.

INTENDING TO BE BOUND HEREBY, the parties have caused their authorized representatives to execute this FIRST Amendment in duplicate originals as set forth below:


County of Santa Clara

County of Monterey

 Paul Lorenz Date
 Chief Executive Officer
 Santa Clara Valley Medical Center

 Interim Chief Executive Officer Date
 Natividad Medical Center

Approved:

APPROVED AS TO FORM AND LEGALITY

DEPUTY COUNTY COUNSEL
COUNTY OF MONTEREY

 John Cookinham Date
 Chief Financial Officer
 Santa Clara Valley Health & Hospital System

Approved:

 Rene Santiago Date
 Deputy County Executive

Approved as to form and legality:

 Deputy County Counsel Date

Exhibits incorporated into this agreement:
 Exhibit A-1

Reviewed as to fiscal provisions

 Auditor-Controller
 County of Monterey 825-17

EXHIBIT A-1

PROCEDURE FOR OBTAINING RECEIVING HOSPITAL'S CONSENT FOR PATIENT TRANSFER

Procedure for Natividad Medical Center

In the event any patient of Natividad is deemed by that facility to require specialized services of SCVMC and the transfer is deemed medically appropriate, the transferring Physician shall call SCVMC to arrange for appropriate treatment as completed herein.

Natividad may request consultation for the purpose of transfer as follows:

For Trauma Transfers, please call 408-947-4087.

If no response, please call the Emergency Department and ask to speak to the
Emergency Department Physician at 408-885-6912.

For Burn transfers, phone number is 408-885-6666.

For Inpatient rehabilitation transfers, phone number is 408-885-2032.

For pediatric intensive care unit transfers, please call 408-885-5260.

For neonatal intensive care unit transfers, please call 408-885-6428.