

COUNTY OF MONTEREY

ORIGINAL

AMENDMENT #1 to AGREEMENT #A-12788

Care Access Silicon Valley, Inc.

This Amendment is made and entered into by and between the County of Monterey, a political subdivision of the State of California, (hereinafter, "COUNTY"), and Care Access Silicon Valley, Inc. (hereinafter, "CONTRACTOR").

This Amendment modifies the agreement for In-Home Supportive Services (IHSS) Registry Software - REVA, between the parties executed on July 29, 2015, (hereinafter, "Original Agreement ") by **adding \$1,500 for scanning provider records not currently in the REVA software**, increasing the total contract amount to **\$19,500**. Therefore, the parties agree:

1. Section 2.0, PAYMENT PROVISIONS, of the Original Agreement is amended to read as follows:

2.01 COUNTY shall pay the CONTRACTOR in accordance with the payment provisions set forth in **Exhibit BB** subject to the limitations set forth in this Agreement. The total amount payable by COUNTY to CONTRACTOR under this agreement shall not exceed the sum of **\$19,500**.

2. Section 4.0 of the Original Agreement, SCOPE OF SERVICES AND ADDITIONAL PROVISIONS, of the Original Agreement is amended to read as follows:

4.01 The following attached exhibits are incorporated herein by reference and constitute a part of this Agreement:

- Attachment 1 Care Access Application Service Provider Agreement
- Exhibit A Third Party Software Schedule
- Exhibit BB Fee Schedule**
- Exhibit C Service Level Agreement
- Exhibit D HIPAA Business Associate Agreement
- Exhibit E Product Support
- Exhibit F Secure Sockets Layer (SSL) Certificate
- Exhibit G Invoice
- Exhibit H DSS Additional Provisions

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3. Section 1.03 of Exhibit H of the Original Agreement is amended to read as follows:

1.03 Allowable Costs: Allowable costs shall be the CONTRACTOR's actual costs of developing, supervising and delivering the services under this Agreement, as set forth in **Exhibit BB**. Only the costs listed in **Exhibit BB** as contract expenses may be claimed as allowable costs. Any dispute over whether costs are allowable shall be resolved in accordance with the provisions of 45 Code of Federal Regulations, Part 74, Sub-Part F and 48 Code of Federal Regulations (CFR), Chapter 1, Part 31.

4. Exhibit B of the Original Agreement is rescinded, and replaced by Exhibit **BB**, attached.

If there is any conflict or inconsistency between the provisions of the AGREEMENT, or this AMENDMENT, the provisions of this AMENDMENT shall govern. A copy of this AMENDMENT shall be attached to the original AGREEMENT, as it may have been previously amended.

Except as provided herein, all remaining terms, conditions, provisions, entitlements and obligations of the original AGREEMENT shall remain unchanged and unaffected by this AMENDMENT and shall continue in full force and effect.

IN WITNESS HEREOF, the parties hereby execute this amendment as follows:

COUNTY OF MONTEREY:

By: [Signature]
Elliott Robinson
Director, DSS

Date: 8/22/16

Approved as to Form:

[Signature]
Deputy County Counsel

Date: 8-11-16

Approved as to Fiscal Provisions:

[Signature]
Auditor-Controller's Office

Date: 8-12-16

CONTRACTOR:

Care Access, Silicon Valley

By: [Signature]
(Chair, President, Vice-President)

STEPHEN SCHROEDER, CEO
(Print Name & Title)

Date: 7/21/16

By: [Signature] SECRETARY
(Secretary, CFO, Treasurer)

MANUEL HERRERA, SEN
(Print Name and Title)

Date: 7.13.16

EXHIBIT BB to the
APPLICATION SERVICE PROVIDER AGREEMENT

FEE SCHEDULE

QUARTERLY COST SCHEDULE

<i>CareAccess Variable Fees</i>	<i>Quarterly Cost</i>
REVA IP enrollment Fees	\$1 per new enrolled IP

\$1 will be charged per each Enrolled IP. Enrolled shall be defined as an IP who has signed the 426 and 846 electronic documents within REVA and has a scanned social security card and ID within REVA.

Customer will be billed the month following each quarter for all IPs enrolled the previous quarter.

ANNUAL COST SCHEDULE

<i>CareAccess Fixed Fees</i>	<i>Annual Cost</i>
REVA License Fee	\$6,000 per site
Special Project (one-time only)	\$1,500

ESTIMATED COST FOR 2 YEARS

<i>CareAccess Fees</i>	<i>Two Year Cost</i>
REVA License Fee	\$12,000
Projected IP Enrollment Fee	\$6,000
Special Project (one-time only) <ul style="list-style-type: none"> • Create a record in REVA for all active Providers (IPs) that are not in REVA so documents such as the new SOC 846 can be scanned and uploaded into REVA. 	\$1,500
TOTAL	\$19,500