

**RENEWAL AND AMENDMENT NO. 7
TO PROFESSIONAL SERVICES AGREEMENT
BETWEEN The Marblehead Group LLC AND
THE NATIVIDAD MEDICAL CENTER
FOR
Consulting Services**

This Renewal and Amendment No. 7 to Professional Services Agreement ("Agreement"), dated Jun 1, 2008, is entered into by and between the County of Monterey, on behalf of Natividad Medical Center ("NMC"), and The Marblehead Group LLC (Contractor), with respect to the following:

RECITALS

WHEREAS, the County and Contractor amended the Agreement previously on September 1, 2008 via Renewal Amendment No. 1, on July 1, 2009 via Renewal Amendment No. 2, on October 1, 2009 via Renewal Amendment No. 3, on July 1, 2010 via Renewal Amendment No. 4, on July 1, 2011 via Renewal Amendment No. 5, and on July 1, 2012 via Amendment No.6; and

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

WHEREAS, the County and Contractor wish to renew and amend the Agreement to increase the amount of the Agreement by \$100,000 because of the term extension and 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. MYA506).
2. Section 2, "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. (MYA506) shall not exceed the total sum of \$1,530,500 for the full term of the Agreement*".
3. Section 2, "TERM OF AGREEMENT" shall be amended by removing, "*The term of this Agreement is from June 1, 2008 to June 30, 2009 unless sooner terminated pursuant to this Agreement*" and replacing it with "*The term of this Agreement is June 1, 2008 to June 30, 2014 unless sooner terminated pursuant to this Agreement*".
4. Except as provided herein, all remaining terms, conditions and provisions of the Agreement and Amendment Nos. 1, 2, 3, 4, 5, and 6 are unchanged and unaffected by this Renewal and Amendment No. 7 and shall continue in full force and effect as set forth in the Agreement.
5. A copy of this Renewal and Amendment No. 7 and all previous amendments shall be attached to the original Agreement (No. MYA506).
6. The effective date of this Renewal and Amendment No. 7 is July 1, 2013.

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.

Natividad Medical Center

By: _____
Sid Cato, NMC Contracts Manager

Date: _____

By: [Signature]
Harry Weis, NMC Chief Executive Officer

Date: 5/8/13

APPROVED AS TO LEGAL PROVISIONS

By: [Signature]
Anne Brauer
Monterey County, Deputy County Counsel

Date: May 22, 2013

APPROVED AS TO FISCAL PROVISIONS

By: [Signature]
Gary Giboney
Monterey County Auditor/Controller's Office

Date: 5/22/13

Contractor

The Marblehead Group, LLC
Contractor's Business Name*** (see instructions)

[Signature]
Signature of Chair, President, or Vice-President

Lisa Soroka - Principal
Name and Title

Date: 5/6/13

By: _____
(Signature of Secretary, Asst. Secretary, CFO, Treasurer or Asst. Treasurer)

Name and Title

Date: _____

*****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 (two signatures required).

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 (two signatures required).

If CONTRACTOR is contracting in and individual capacity, the individual shall set forth the name of the business, if any and shall personally sign the Agreement (one signature required)