

**FIFTH AMENDMENT TO PROFESSIONAL SERVICE AGREEMENT**

THIS FIFTH AMENDMENT TO PROFESSIONAL SERVICE AGREEMENT (the "**Amendment**") is made and entered into as of December 1, 2011, by and between COUNTY OF MONTEREY ("**County**") on behalf of NATIVIDAD MEDICAL CENTER ("**Hospital**"), and Medical Doctor Associates ("**Contractor**") with respect to the following:

**RECITALS**

- A. County owns and operates Hospital, a general acute care teaching hospital facility located in Salinas, California and various outpatient clinics (collectively, the "**Clinic**") under its acute care license.
- B. Contractor and Hospital have entered into that certain Professional Service Agreement dated February 1, 2009, as amended on March 1, 2010, July 1, 2010, March 1, 2011 and July 1, 2011 (collectively, the "**Agreement**") pursuant to which Contractor provides referrals for locum tenens physician services.
- C. The Hospital and Contractor wish to enter into this Fifth Amendment to increase the total aggregate amount of the Agreement payable by Hospital to Contractor.

**AGREEMENT**

IN CONSIDERATION of the foregoing recitals and the mutual promises and covenants contained herein, Hospital and Contractor agree as follows:

1. **Defined Terms.** Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Agreement.
2. **Amended Section 2.** The last sentence of Section 2 of the Agreement is hereby deleted and replaced with the following: "During the period of February 1, 2009 and June 30, 2012, the maximum obligation of the County for services provided hereunder shall not exceed one million two hundred dollars \$1,200,000."
3. **Counterparts.** This Amendment may be executed in one or more counterparts, each of which shall be deemed to be an original, but all of which together shall constitute one and the same instrument.
4. **Continuing Effect of Agreement.** Except as herein provided, all of the terms and conditions of the Agreement remain in full force and effect from the Effective Date of the Agreement.
5. **Reference.** After the date of this Amendment, any reference to the Agreement shall mean the Agreement as amended by this Amendment.

IN WITNESS WHEREOF, Hospital and Contractor have executed this Amendment as of the day and year first written above.

CONTRACTOR

MEDICAL DOCTOR ASSOCIATES

Date: 10/3, 2011

By: [Signature]  
Its PRESIDENT

By: [Signature]  
Its CEO

Tax I.D. No. 26-2936432

COUNTY OF MONTEREY

Purchase Order Number

By: [Signature]  
Contracts /Purchasing Manager

Date: 11-22, 2011

By: [Signature]  
Natividad Medical Center Representative

Date: 11/3, 2011

APPROVED AS TO LEGAL FORM:  
CHARLES J. McKEE, County Counsel

[Signature]  
Stacy Saetta, Deputy County Counsel

Date: 10/21, 2011

Reviewed as to fiscal provisions  
[Signature]  
Auditor-Controller  
County of Monterey  
10-21-11

7/1/11 - 6/30/12 MDA

| RATES ARE ALL INCLUSIVE OF TRAVEL EXPENSES |           |   |           |                     |                                 |                                 |                  |
|--|-----------|---|-----------|---------------------|---------------------------------|---------------------------------|------------------|
| Specialty                                  | Hourly    | Daily<br>(8 hr day unless<br>otherwise specified) | Overtime  | Holiday/<br>Premium | 24 Hour<br>Call Only<br>Weekday | 24 Hour Call<br>Only<br>Weekend | Placement<br>Fee |
| Anesthesiology                             | \$ 235.00 | \$ 1,880.00                                       | \$ 235.00 | \$ 1,880.00         | \$ 1,000.00                     | \$ 818.00                       | \$ 25,000.00     |
| Cardiac Anesthesiology                     | \$ 260.00 | \$ 2,080.00                                       | \$ 260.00 | \$ 2,000.00         | \$ 1,200.00                     | \$ 900.00                       | \$ 25,000.00     |
| Cardiology                                 | \$ 370.00 | \$ 2,960.00                                       | \$ 370.00 | \$ 3,880.00         | \$ 375.00                       | \$ 3,250.00                     | \$ 25,000.00     |
| Cardiology, Interventional                 | \$ 490.00 | \$ 3,900.00                                       | \$ 490.00 | \$ 4,500.00         | \$ 490.00                       | \$ 4,200.00                     | \$ 25,000.00     |
| Cardiology, Invasive                       | \$ 425.00 | \$ 3,400.00                                       | \$ 425.00 | \$ 4,000.00         | \$ 425.00                       | \$ 3,700.00                     | \$ 25,000.00     |
| Critical Care (12 hour day)                |           | \$ 3,240.00                                       |           |                     |                                 | \$ 3,240.00                     | \$ 25,000.00     |
| Certified Registered Nurse Anesthetist     | \$ 168.25 | \$ 1,260.00                                       | \$ 168.25 | \$ 1,250.00         | \$ 700.00                       | \$ 1,120.00                     | \$ 18,000.00     |
| Dermatology                                |           | \$ 1,960.00                                       |           |                     |                                 |                                 | \$ 25,000.00     |
| Emergency Medicine                         | \$ 230.00 | N/A   | \$ 230.00 | \$ 330.00           | N/A                             | N/A                             | \$ 25,000.00     |
| Family Practice, Ambulatory Care           | \$ 160.00 | \$ 1,280.00                                       | \$ 160.00 | \$ 240.00           |                                 |                                 | \$ 25,000.00     |
| Family Practice                            | \$ 160.00 | \$ 1,280.00                                       | \$ 160.00 | \$ 240.00           |                                 |                                 | \$ 25,000.00     |
| Family Practice with OB                    | \$ 180.00 | \$ 1,440.00                                       | \$ 180.00 | \$ 270.00           | \$ 195.00                       | \$ 680.00                       | \$ 25,000.00     |
| Gastroenterology                           |           | \$ 2,260.00                                       |           | \$ 375.00           | \$ 300.00                       |                                 | \$ 25,000.00     |
| General Surgery                            | \$ 159.00 | \$ 1,890.00                                       | \$ 159.00 | \$ 2,820.00         | \$ 159.00                       | \$ 1,880.00                     | \$ 25,000.00     |
| Hematology/Oncology                        |           | \$ 1,700.00                                       |           | \$ 185.00           | \$ 195.00                       | \$ 800.00                       | \$ 25,000.00     |
| Hospitalist - Primary Care                 | \$ 195.00 | \$ 2,600.00                                       | \$ 195.00 | \$ 2,700.00         | \$ 500.00                       | \$ 50 hourly                    | \$ 25,000.00     |
| Internal Medicine                          | \$ 180.00 | \$ 1,280.00                                       | \$ 180.00 | \$ 255.00           | \$ 160.00                       | \$ 480.00                       | \$ 25,000.00     |
| Infectious Disease                         |           | \$ 1,950.00                                       |           | \$ 2,825.00         |                                 | \$ 2,395.00                     | \$ 25,000.00     |
| Medical Oncology                           |           | \$ 1,700.00                                       |           | \$ 2,550.00         | \$ 195.00                       | \$ 800.00                       | \$ 25,000.00     |
| Medical Dosimetrist                        | \$ 125.00 |   | \$ 125.00 |                     |                                 |                                 | \$ 10,000.00     |
| Medical Physicist                          | \$ 185.00 |   | \$ 185.00 |                     |                                 |                                 | \$ 12,000.00     |
| Neonatology (24 hours)                     | N/A       | \$ 3,560.00                                       | N/A       | \$ 5,326.00         | N/A                             | N/A                             | \$ 25,000.00     |
| Nephrology                                 | \$ 370.00 | \$ 2,960.00                                       | \$ 370.00 | \$ 3,560.00         | \$ 370.00                       | \$ 3,250.00                     | \$ 25,000.00     |
| Neurological Surgery                       | \$ 450.00 | \$ 3,600.00                                       | \$ 450.00 | \$ 5,400.00         | \$ 460.00                       | \$ 3,800.00                     | \$ 25,000.00     |
| Neurology                                  |           | \$ 2,100.00                                       |           |                     | \$ 300.00                       | \$ 800.00                       | \$ 25,000.00     |
| Nurse Practitioner                         | \$ 98.00  |   | \$ 118.00 |                     |                                 |                                 | \$ 15,000.00     |
| Obstetrics and Gynecology (9 hour day)     | \$ 250.00 | \$ 1,980.00                                       | \$ 250.00 | \$ 25 hourly        | N/A                             | N/A                             | \$ 25,000.00     |
| Occupational Medicine                      | \$ 182.00 | \$ 1,066.00                                       | \$ 182.00 | \$ 170 hourly       | N/A                             | N/A                             | \$ 25,000.00     |
| Ophthalmology (Surgery)                    | \$ 225.00 | \$ 1,800.00                                       | \$ 225.00 | \$ 2,700.00         | \$ 225.00                       | \$ 900.00                       | \$ 25,000.00     |
| Orthopedic Surgery                         | \$ 285.00 | \$ 2,280.00                                       | \$ 285.00 | \$ 3,420.00         | \$ 285.00                       | \$ 2,280.00                     | \$ 25,000.00     |
| Otolaryngology                             | \$ 243.75 | \$ 1,950.00                                       | \$ 250.00 | \$ 2,925.00         | \$ 250.00                       | \$ 975.00                       | \$ 25,000.00     |
| Pathology                                  |           | \$ 1,195.00                                       |           | \$ 185 hourly       | \$ 600.00                       | \$ 600.00                       | \$ 25,000.00     |
| Pediatrics                                 |           | \$ 1,510.00                                       | \$ 212.00 | \$ 2,265.00         | \$ 200.00                       | N/A                             | \$ 25,000.00     |
| Pediatric Hospitalist                      |           | \$ 2,100.00                                       | \$ 212.00 | \$ 3,150.00         | \$ 285.00                       |                                 | \$ 25,000.00     |
| Pediatric Critical Care                    |           | \$ 3,708.00                                       | N/A       | N/A                 | N/A                             | N/A                             | \$ 25,000.00     |
| Pediatric Cardiology                       |           | \$ 2,260.00                                       | \$ 300.00 | \$ 3,390.00         | \$ 285.00                       |                                 | \$ 25,000.00     |
| Physical Medicine and Rehabilitation       | \$ 225.00 | \$ 1,800.00                                       | \$ 225.00 | \$ 2,700.00         | \$ 225.00                       | \$ 900.00                       | \$ 25,000.00     |
| Physicians Assistant                       | \$ 98.00  |   | \$ 118.00 |                     |                                 |                                 | \$ 15,000.00     |
| Psychiatry Inpatient                       | \$ 179.00 | \$ 1,432.00                                       | \$ 202.00 | \$ 205 hourly       |                                 | \$ 525.00                       | \$ 25,000.00     |
| Psychiatry Outpatient                      | \$ 179.00 | \$ 1,432.00                                       | \$ 202.00 | \$ 205 hourly       | \$ 162.00                       | N/A                             | \$ 25,000.00     |
| Psychiatry Child & Adolescent Inpatient    | \$ 189.00 | \$ 1,512.00                                       | \$ 218.00 | \$ 218 hourly       | \$ 172.00                       | \$ 800.00                       | \$ 25,000.00     |
| Psychiatry Child & Adolescent Outpatient   | \$ 189.00 | \$ 1,512.00                                       | \$ 218.00 | \$ 218 hourly       | \$ 172.00                       | \$ 800.00                       | \$ 25,000.00     |
| Pulmonology /Pulm. CC                      |           | \$ 3,360.00                                       |           | \$ 5,025.00         |                                 | \$ 3,360.00                     | \$ 25,000.00     |
| Radiation Oncology                         |           | \$ 1,700.00                                       |           | \$ 195.00           | N/A                             | \$ 800.00                       | \$ 25,000.00     |
| Radiation Therapist                        | \$ 89.00  |   | \$ 89.00  |                     |                                 |                                 | \$ 5,000.00      |
| Radiology Diagnostics                      |           | \$ 1,741.00                                       |           | \$ 250 hourly       | \$ 900.00                       | \$ 1,575.00                     | \$ 18,000.00     |
| Radiology Interventional Urology           |           | \$ 2,265.00                                       |           | \$ 325 hourly       | \$ 1,200.00                     | \$ 2,448.00                     | \$ 20,000.00     |
| Urology                                    | \$ 243.75 | \$ 1,950.00                                       | \$ 250.00 | \$ 2,820.00         | \$ 300.00                       | \$ 1,880.00                     | \$ 25,000.00     |