

**AMENDMENT NO. 2
TO SERVICES AGREEMENT
BETWEEN APPLIED STATISTICS & MANAGEMENT INC. AND
NATIVIDAD MEDICAL CENTER
FOR
SUBSCRIPTION TO ACCESS WEB-BASED MD-STAFF DATABASE**

This Amendment No. 2 to the Services Agreement (“Agreement”) which was effective on July 1, 2015 is entered into by and between the County of Monterey, on behalf of Natividad Medical Center (hereinafter “NMC”), and Applied Statistics & Management, Inc. (hereinafter “CONTRACTOR”); (collectively, the County, NMC and CONTRACTOR are referred to as the “Parties”), with respect to the following:

RECITALS

WHEREAS, the Agreement was executed for an online subscription to use MD-Staff, a credentialing database to assist NMC’s Medical Staff Services division with verification and tracking of its medical care providers, with a term July 1, 2015 through June 30, 2020 and a total Agreement amount not to exceed \$23,750; and

WHEREAS, NMC and CONTRACTOR amended the Agreement on July 1, 2017 via Amendment No. 1 to update the original Scope of Services/Payment Provisions (Exhibit A of original Agreement) to include additional access to MD-Staff for added capabilities and functionality with an increase of \$76,050 for a revised total Agreement amount of \$99,800 and with no change to the term of the Agreement.

WHEREAS, NMC and CONTRACTOR added an Addendum to the Software License and Subscription Service Agreement on August 4, 2017 to include an additional licensed software application module for Direct Fax Services.

WHEREAS, NMC and CONTRACTOR currently wish to amend the Agreement via Amendment No. 2 to update the current Scope of Services/Payment Provisions (Exhibit A of Amendment No. 1) to include Direct Fax Services module, HL7 MFN Outbound Interface and Support modules for Meditech, and Online Training modules with a \$12,834 increase for a revised total Agreement amount of \$112,634 and with no change to the term of the Agreement July 1, 2015 through June 30, 2020.

AGREEMENT

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

The Agreement is hereby renewed on the terms and conditions as set forth in the Original Agreement and Amendment No.1, incorporated herein by this reference, except as specifically set forth below.

1. Section 2 / Paragraph titled, “PAYMENTS BY NMC” shall be amended to the following:
“NMC shall pay the CONTRACTOR in accordance with the payment provisions set forth in EXHIBIT A, subject to the limitations set forth in this Agreement. The total amount payable by NMC to CONTRACTOR under this Agreement shall not exceed the sum of \$112,634.”

2. NMC and CONTRACTOR agrees that the existing Exhibit A of Amendment No. 1 shall be replaced with the revised Exhibit A attached hereto this Amendment No. 2.
3. Except as provided herein, all remaining terms, conditions and provisions of the Original Agreement and Amendment No. 2 are unchanged and unaffected by this Amendment No. 2 and shall continue in full force and effect as set forth in the Agreement and in Amendment No. 2.
4. A copy of this Amendment No. 2 shall be attached to the Original Agreement.
5. This Amendment No. 2 shall be effective when signed by both Parties.

The remainder of this page was intentionally left blank.

~ Signature page to follow ~

IN WITNESS WHEREOF, the Parties hereto are in agreement with this Amendment No. 2 on the basis set forth in this document and have executed this Amendment No. 2 on the day and year set forth herein.

NATIVIDAD MEDICAL CENTER

By: _____
Gary R. Gray, DO, CEO

Date: _____

APPROVED AS TO LEGAL PROVISIONS

By: AB
Monterey County Deputy County Counsel

Date: June 7, 2019

APPROVED AS TO FISCAL PROVISIONS

By: [Signature]
Monterey County Deputy Auditor/Controller

Date: 6-7-19

CONTRACTOR

Applied Statistics & Management, Inc.

CONTRACTOR's Business Name

See instructions below

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

TRUNG PHAN, PRESIDENT
Name and Title

Date: 06-03-2019

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

Nicholas Phan
Name and Title

Date: 6/3/2019

*****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 an individual capacity, the individual shall set forth the name of the business, if any and shall personally sign the Agreement (one signature required).

EXHIBIT A

SCOPE OF SERVICES/ PAYMENT PROVISIONS

This Scope of Services is entered into by and between **Natividad Medical Center**, hereinafter referred to as (“NMC”) and **Applied Statistics & Management, Inc.**, hereinafter referred to as (“CONTRACTOR”) pursuant to the Service Agreement between NMC and CONTRACTOR attached hereto with a start date of July 1, 2015 (the “Agreement”) and is subject to terms and conditions of the Agreement.

I. Description of All Services to be Rendered by CONTRACTOR:

MD-STAFF is a web based Credentialing System designated to assist the Medical Staff Services to collect and track provider’s information. As part of the credentialing process, the system is used to generate primary source verifications and to provide reports for management.

II. CONTRACTOR Obligations:

- CONTRACTOR shall provide NMC access to the Demographic module – (demographic data, licensing information, education, training, and appointment information).
- CONTRACTOR shall provide NMC access to the Credentialing module – (used to process new applications and reappointment, includes merge functions to create primary source verifications).
- CONTRACTOR shall provide NMC access to the Credentialing Committee module – (tracks committee membership).
- CONTRACTOR shall provide NMC access to the Meeting module – (tracks provider’s meeting attendance records).
- CONTRACTOR shall provide NMC access to the Privileges module – (tracks provider’s clinical privileges).
- CONTRACTOR shall provide NMC access to the CME module – (tracks and reports provider’s continuing medical education).
- CONTRACTOR shall provide NMC access to the Reports module – (contains 200 built in reports. It also has an ad hoc query).

III. Pricing/Fees:

The annual support price is \$4,750.00 per year and is invoiced annually. The annual support provides unlimited toll free telephone support and free updates.

- CONTRACTOR warrants that the cost charged for services under the terms of this contract are not in excess of those charged any other client for the same services performed by the same individuals.

EXHIBIT A

PRICE SHEET

Licensed Software Application Module(s)

Module	Quantity	Annual Cost	Total Cost
MD Staff Web	5 yrs.	\$4,750.00	\$23,750.00
E-Priv	Included	Included	Included
MD Query	Included	Included	Included

EXHIBIT A

Licensed Software Application Module(s) Added via Amendment No. 1

<i>Module</i>	<i>Quantity</i>	<i>Initial Cost</i>	<i>Annual Cost</i>
MD-Stat (Utilization Review, OPPE, and Peer Case Review; Utilizing ASM's standard import file; includes the setup of up to 30 custom Indicators for OPPE, and the setup of up to 20 score cards)	1	\$30,000.00	\$10,000.00
MD-App (Three application templates)	1	\$15,000.00	\$5,000.00
Virtual Committee	1	\$5,000.00	\$2,000.00
Web-based Training (6 hours @ \$75.00 per hour)		\$450.00	
Discount on Initial Cost and Annual Costs		(\$4,000.00)	(\$2,200.00)
Total		\$46,450.00	\$14,800.00

Licensed Site

<i>Site</i>	<i>Address</i>
Natividad Medical Center	1441 Constitution Blvd Salinas, California 93906

EXHIBIT A

Cost Breakdown of added Software Modules via Amendment No. 1

Module	Initial Cost	Annual Cost	Y1 (17/18) Total	Y2 (18/19)	Y3 (19/20)	Total Contract Period (2015-2020)
<i>MD-Staff: Web-based Credentialing System*</i>	N/A	\$ 4,750	\$ 4,750	\$ 4,750	\$ 4,750	\$ 23,750
MD-App: Online Provider Applications	\$ 10,000	\$ 5,000	\$ 15,000	\$ 5,000	\$ 5,000	\$ 25,000
MD-Stat: FPPE, OPPE and Peer Review	\$ 20,000	\$ 10,000	\$ 30,000	\$ 10,000	\$ 10,000	\$ 50,000
Virtual Committee: Portal Access	\$ 3,000	\$ 2,000	\$ 5,000	\$ 2,000	\$ 2,000	\$ 9,000
Web-based Training (6 hours)	\$ 450	\$	\$ 450			\$ 450
Discount on Initial Cost	\$ (4,000)	\$ (2,200)	\$ (4,000)	\$ (2,200)	\$ (2,200)	\$ (8,400)
Total	\$ 29,450	\$ 19,550	\$ 51,200	\$ 19,550	\$ 19,550	\$ 99,800
Amount Budgeted	N/A	\$ 4,750	\$ 4,750	\$ 4,750	\$ 4,750	\$ 23,750
Increase	\$ 29,450	\$ 14,800	\$ 46,450	\$ 14,800	\$ 14,800	\$ 76,050

*MD-Staff is the current credentialing system in use.

Product Summary

For a one time cost of \$29,450 and an annual cost of \$14,800 (\$19,550 including current credentialing module), MD-Staff will provide a comprehensive and fully integrated solution for Credentialing (including online provider applications), Medical Staff Quality (FPPE/proctoring, OPPE/peer review), Virtual Committee Management (online peer reviews, credentials review, and other Medical Staff collaboration), CME, Physician Recruitment/Relations, and Payor Credentialing.

MD-App: Web-based Application for Appointment and Reappointment

MD-App is a secure web based application designed to work seamlessly with the MD-Staff credentialing system. MD-App allows providers to log in and fill out their application online and submit the application electronically. In addition other documents such as bylaws, privileges forms and consent forms can be downloaded and printed. MD-App will reduce the time required to bring providers on staff by eliminating the needs to create hard copy packets of this information, and by reducing manual data entry and transmittal steps. Includes up to three (3) application forms.

MD-Stat (brochure attached) is an FPPE, OPPE and Peer Review solution. Includes up to 30 custom OPPE indicators and up to 20 score cards.

Virtual Committee: Web-based Committee and Collaboration Platform

Virtual Committee provides portal access for online credentials review, peer case review, document review, committee & medical staff collaboration. Eliminates the need to create paper packets of this information and reduces time demands for staff and providers to review on-site and during meetings. Optimized for tablets and other mobile devices.

Technical Specs

All users (internal or external) need is an internet browser to access these tools. For Internet Explorer, we recommend IE 11.0 or greater. Firefox, Safari, and Google Chrome also work well. There are no plugins required whatsoever. All products interface seamlessly with the MD-Staff credentialing system.

Exhibit A

Licensed Software Application Module(s) added via Addendum:

Module	Quantity	Initial Cost	Annual Cost
Direct Fax Service (Outbound faxes billed monthly per use)	1	\$0.10 per page	\$0.10 per page
	Total	\$0.10 per page	\$0.10 per page

TOTAL COSTS FOR FAXING FEES SHALL NOT EXCEED \$3,000

Licensed Site(s)

Site	Address
Natividad Medical Center	1441 Constitution Blvd. Salinas, CA 93906

Exhibit A

New Technology added via Amendment No. 2:

Items	Initial Cost
HL7 MFN Outbound Interface <ul style="list-style-type: none">• One (1) HL7 channel• One (1) site-to-site VPN tunnel between the MD Staff firewall and your organization's firewall• Intended to provide updates from MD-Staff to EMR database for provider demographics	\$8,333.33
Support <ul style="list-style-type: none">• Toll-free Telephone and Email Support• Remote Assistance	Included
Total Cost (with modules described above)	\$8,333.33

1. The total for the above interface plus support is \$8,333.33.
2. The initial cost includes the first year of annual cost(s) prorated for 10 months at an original cost of \$10,000.
3. Although ASM will make every reasonable effort to migrate all of the data from the source database, ASM cannot guarantee that every data element will convert to the new database.

Exhibit A

Professional Services added via Amendment No. 2:

Task	Initial Cost
Online Training <ul style="list-style-type: none">• 10 hours of custom online training @ \$150.00 per hour	\$1,500
Total Cost	\$1,500