



# Monterey County Board of Supervisors

168 West Alisal Street,  
1st Floor  
Salinas, CA 93901  
831.755.5066

## Board Order

### Agreement No.: A-12664

Upon motion of Supervisor Parker, seconded by Supervisor Salinas and carried by those members present, the Board of Supervisors hereby:

- a. Authorized the Deputy Purchasing Agent for Natividad Medical Center (NMC) or his designee to execute the First Amendment to the Professional and Call Coverage Services Agreement with Advanced Gastroenterology of Monterey County to provide gastroenterology services at NMC, extending the term by twenty-four months (April 1, 2017 to March 31, 2019) for a revised full agreement term of April 1, 2015 to March 31, 2019, and adding \$900,000, for a revised not to exceed amount of \$1,800,000; and
- b. Authorized the Deputy Purchasing Agent for NMC or his designee to sign up to three (3) future amendments to this Agreement where the total amendments do not extend the term by more than twelve (12) months, do not significantly change the scope of work, and do not cause an increase of more than ten percent 10% (\$90,000) of the original contract amount per each amendment.

PASSED AND ADOPTED on this 28th day of March 2017, by the following vote, to wit:

AYES: Supervisors Alejo, Phillips, Salinas, Parker and Adams


NOES: None

ABSENT: None

I, Gail T. Borkowski, Clerk of the Board of Supervisors of the County of Monterey, State of California, hereby certify that the foregoing is a true copy of an original order of said Board of Supervisors duly made and entered in the minutes thereof of Minute Book 80 for the meeting on March 28, 2017.

Dated: March 31, 2017  
File ID: A 17-069

Gail T. Borkowski, Clerk of the Board of Supervisors  
County of Monterey, State of California

By  Deputy

**FIRST AMENDMENT TO PROFESSIONAL AND CALL COVERAGE SERVICES AGREEMENT**

THIS FIRST AMENDMENT TO PROFESSIONAL AND CALL COVERAGE SERVICES AGREEMENT (the “**Amendment**”) is made and entered into as of April 1, 2017, by and between COUNTY OF MONTEREY (“**County**”) on behalf of NATIVIDAD MEDICAL CENTER (“**Hospital**”), and ADVANCED GASTROENTEROLOGY OF MONTEREY COUNTY MEDICAL CORPORATION, a California professional corporation (“**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 and Call Coverage Services Agreement dated April 1, 2015 (the “**Agreement**”) pursuant to which Contractor provides Specialty professional services, coverage services, teaching services and additional services to Patients of Hospital and Clinics.

C. Hospital and Contractor desire to amend the Agreement to extend the term by twenty-four (24) months and to increase the aggregate amount payable in the Agreement by Nine Hundred Thousand Dollars (\$900,000).

**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. **Section 2.1.** Section 2.1 to the Agreement is hereby amended and restated to read in its entirety as follows:

**“2.1 Compensation.** Hospital shall pay to Contractor the amount determined in accordance with **Exhibit 2.1** (the “**Compensation**”), upon the terms and conditions set forth therein. The total amount payable by Hospital to Contractor under this Agreement shall not exceed the aggregate amount of One Million Eight Hundred Thousand Dollars (\$1,800,000). The Hospital’s maximum obligation under this Agreement shall not exceed Four Hundred Fifty Thousand Dollars (\$450,000) per contract year.”
3. **Section 2.3.** Subsection (b) of Section 2.3 to the Agreement is hereby amended and restated to read in its entirety as follows:

“(b) [Intentionally left blank]”

4. **Section 5.1.** Section 5.1 to the Agreement is hereby amended and restated to read in its entirety as follows:

**5.1 Term.** This Agreement shall become effective on April 1, 2015 (the “**Effective Date**”), and shall continue until March 31, 2019 (the “**Expiration Date**”), subject to the termination provisions of this Agreement.”

5. **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.

6. **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.

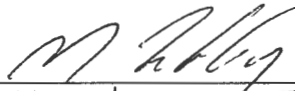
7. **Reference.** After the date of this Amendment, any reference to the Agreement shall mean the Agreement as amended by this Amendment.

*[signature page follows]*

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

**CONTRACTOR**

ADVANCED GASTROENTEROLOGY OF  
MONTEREY COUNTY MEDICAL  
CORPORATION, a California corporation

  
By: Mumtaz Tabbaa, MD  
Its \_\_\_\_\_

Date: Mar. 9th, 2017

By: \_\_\_\_\_  
Its \_\_\_\_\_

**NATIVIDAD MEDICAL CENTER**

  
Deputy Purchasing Agent

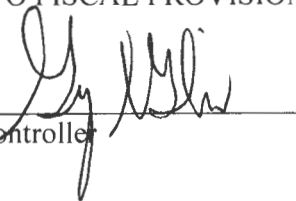
Date: 3/31, 2017

**APPROVED AS TO LEGAL PROVISIONS:**

  
Stacy Saetta, Deputy County Counsel

Date: 3/10, 2017

**APPROVED AS TO FISCAL PROVISIONS:**

  
Deputy Auditor/Controller

Date: 3-13, 2017