



Monterey County

Board Order

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

Agreement No. A-11891

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

Authorized the Purchasing Manager for Natividad Medical Center (NMC) to execute Amendment No. 3 to the Agreement (A-11891) with Versaworks Inc. for Professional Information Technology (IT) Services at NMC, extending the Agreement to June 30, 2014 and adding \$3,750,724 for a revised total Agreement amount not to exceed \$8,829,374 in the aggregate.


PASSED AND ADOPTED on this 18th day of June 2013, by the following vote, to wit:

AYES: Supervisors Armenta, Calcagno, Salinas, Parker and Potter
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 76 for the meeting on June 18, 2013.

Dated: June 20, 2013
File Number: A 13-088

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

By 
Deputy

**AMENDMENT NO. 3
TO PROFESSIONAL SERVICES AGREEMENT
BETWEEN Versaworks Inc. AND
THE NATIVIDAD MEDICAL CENTER
FOR
Professional Information Technology Services**

This Amendment No. 3 to Professional Services Agreement ("Agreement"), dated November 1, 2010, is entered into by and between the County of Monterey, on behalf of Natividad Medical Center ("NMC"), and Versaworks Inc. (Contractor), with respect to the following:

RECITALS

WHEREAS, the County and Contractor amended the Agreement previously on July 1, 2011 via Amendment No. 1, and on July 1, 2012 via Amendment No. 2; 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 amend the Agreement to increase the amount of the Agreement 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. Exhibit A to the Agreement is replaced with Amendment-3 to Exhibit A, attached to this Amendment. All references in the Agreement to Exhibit A shall be construed to refer to Amendment-3 to Exhibit A.
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 \$832,900." and replacing it with "The total amount payable by County to CONTRACTOR under Agreement No. (MYA524) shall not exceed the total sum of \$8,829,374 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 November 1, 2010 to June 30, 2011 unless sooner terminated pursuant to this Agreement" and replacing it with "The term of this Agreement is November 1, 2010 to June 30, 2015 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 and 2 are unchanged and unaffected by this Amendment No. 3 and shall continue in full force and effect as set forth in the Agreement.
5. A copy of this Amendment No. 3 and all previous amendments shall be attached to the original Agreement (No. MYA524).
6. The effective date of this Amendment 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
Sid Cato, NMC Contracts Manager

Date: 7-1-13

By: Harry Weis
Harry Weis, NMC Chief Executive Officer

Date: 5/1/13

APPROVED AS TO LEGAL PROVISIONS

By: Anne Brauer
Anne Brauer
Monterey County, Deputy County Counsel

Date: May 6, 2013

APPROVED AS TO FISCAL PROVISIONS

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

Date: 5-6-13

Contractor

Versaworks, Inc
Contractor's Business Name*** (see instructions)

Johnson
Signature of Chair, President, or Vice-President

Johnson Kit Son Sun, President
Name and Title

Date: 4/26/2013

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

Wil Wong, VP & Secretary
Name and Title

Date: 4/26/2013

***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)

MONTEREY COUNTY BOARD OF SUPERVISORS

6-11-13: Versaworks Inc. Amendment #3

TITLE:

Authorize the Purchasing Manager for Natividad Medical Center (NMC) to execute Amendment No. 3 to the Agreement (A-11891) with Versaworks Inc. for Professional Information Technology Services at NMC, extending the Agreement to June 30, 2015 and adding \$3,750,724 for a revised total Agreement amount not to exceed \$8,829,374 in the aggregate.

RECOMMENDATION:

It is recommended the Board of Supervisors authorize the Purchasing Manager for Natividad Medical Center (NMC) to execute Amendment No. 3 to the Agreement (A-11891) with Versaworks Inc. for Professional Information Technology Services at NMC, extending the Agreement to June 30, 2015 and adding \$3,750,724 for a revised total Agreement amount not to exceed \$8,829,374 in the aggregate.

SUMMARY/DISCUSSION:

As NMC continues to enhance its information technology capabilities in the Electronic Medical Record and IT infrastructure, a need has been identified for additional technical clinical and non-clinical resources. The recommendation is to engage Versaworks, a company with a proven track record for providing highly competent information technology services. Attached is a list of key accomplishments performed by Versaworks over the last twelve months.

Over the next two years, Versaworks will provide both clinical and non-clinical technical resources which will include but not be limited to, a principle project manager, IT management consultant, senior systems engineer, network & security engineer, senior database administrator and systems integration implementation specialist. In addition, Versaworks will provide software solutions to support Natividad's goals to achieve Meaningful Use Stage II. Please see attached Statement of Work (SOW) for more detail.

Versaworks is committed to NMC's long range IT roadmap and by engaging Versaworks, important strategies and goals will be met.

OTHER AGENCY INVOLVEMENT:

County Counsel has reviewed and approved this Amendment No. 3 as to legal form and risk provisions Auditor-Controller has reviewed and approved this Amendment No. 3 as to fiscal provisions The Amendment No. 3 has also been reviewed and approved by Natividad Medical Center's Board of Trustees.

FINANCING:

The cost for this Amendment No. 3 is \$3,750,724 and is included in the Fiscal Year 2013/2014 Recommended Budget. There is no impact to the General Fund.

Prepared by: Jim Fenstermaker, Senior IT Strategist, 783-2559

Approved by: Harry Weis, Chief Executive Officer, 783-2553

Attachments: Amendment No. 3, Original Agreement, Amendments 1 and 2
Attachments on file with the Clerk to the Boards Office