



## Legislation Details (With Board Report)

<b>File #:</b>	A 14-222	<b>Name:</b>	B.E.Smith Amendment No.4
<b>Type:</b>	BoS Agreement	<b>Status:</b>	Consent Agenda
<b>File created:</b>	8/28/2014	<b>In control:</b>	Board of Supervisors
<b>On agenda:</b>	9/30/2014	<b>Final action:</b>	
<b>Title:</b>	Approve and authorize the Deputy Purchasing Agent for Natividad Medical Center (NMC) to execute Amendment No. 4 to the Agreement (A-12438/MYA723) with B.E. Smith Inc. for Interim Employee Services at NMC, extending the Agreement to June 30, 2015 and adding \$633,000 for a revised total Agreement amount not to exceed \$2,131,500.		

**Sponsors:**

**Indexes:**

**Code sections:**

**Attachments:** 1. B.E Smith Amendment No.4..pdf, 2. BE Smith Amendment 3 plus BO.pdf, 3. BE Smith Amendment 2 plus BO.pdf, 4. BE Smith Amendment 1 plus BO.pdf, 5. BE Smith Agmt.pdf, 6. BE Smith Spent Sheet and PO Balance calculated as of 08 15 2014.pdf, 7. Completed Board Order

Date	Ver.	Action By	Action	Result
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Approve and authorize the Deputy Purchasing Agent for Natividad Medical Center (NMC) to execute Amendment No. 4 to the Agreement (A-12438/MYA723) with B.E. Smith Inc. for Interim Employee Services at NMC, extending the Agreement to June 30, 2015 and adding \$633,000 for a revised total Agreement amount not to exceed \$2,131,500.

It is recommended the Board of Supervisors approve and authorize the Deputy Purchasing Agent for Natividad Medical Center (NMC) to execute Amendment No. 4 to the Agreement (A-12438/MYA723) with B.E. Smith Inc. for Interim Employee Services at NMC, extending the Agreement to June 30, 2015 and adding \$633,000 for a revised total Agreement amount not to exceed \$2,131,500.

### SUMMARY/DISCUSSION:

NMC entered into an agreement with B.E. Smith in January 2013, for \$100,000 to provide NMC with a Chief Nursing Officer for a six month term. On April 16, 2013, the Board of Supervisors approved Amendment No. 1 which extended the Agreement term for an additional 6 month period and increased the total Agreement to \$676, 200 to continue employment services for Chief Nursing officer and to bring on a Nursing Services Division Director at Natividad Medical Center. On February 11, 2014 the Board of Supervisors approved Renewal & Amendment No. 2 which extended the term an additional 6 months and increased the Agreement to \$859,200 for continued services as needed. On July 1, 2014 the Board of Supervisors approved Amendment No. 3 which included an additional Engineering Director position, extended the term another 6 months through December 31, 2014 and increased the total Agreement amount to \$1,498,500.

Despite aggressive and consistent recruitment efforts by NMC through June 2014, the hospital was not able to fill the Chief Nursing Officer and the Director of Surgical Services position.. NMC is moving forward with its Trauma designation and as a result of the significant changes to nursing NMC has determined that it is best to keep the current interims in place until June 2015. This will provide consistency within the Nursing Division

during the transition to a Level II Trauma Center. As a result, NMC is requesting that the Board approve Amendment No. 4 to allow for these necessary services to continue for an additional 6 month period via interim employees through the B.E. Smith Agreement until such time as NMC is able to fill these positions permanently.

The additional \$633,000 amount requested in Amendment 4 has been calculated by computing the projected salary costs for the interim positions for an additional six months at \$434,100, plus it includes an additional \$198,900 to cover additional costs needed that were not requested in Renewal & Amendment No. 2 and in Amendment No. 3. In Renewal & Amendment No. 2 and in Amendment No. 3 NMC had requested an additional six months be added to the term of the Agreement and the additional amounts requested were calculated based on NMC's belief at the time as to its ability to recruit individuals into the Chief Nursing Officer and Director of Surgical Services positions. The positions have remained vacant longer than originally estimated and therefore the requested total Agreement amount up to this point was insufficient to cover actual costs incurred. Amendment No. 4 is intended to request the additional funds needed as well as to cover the additional six months' of services for the above two mentioned positions.

B.E. Smith is a nationally recognized expert in hospital interim management and has delivered services reliably to NMC thereby allowing NMC to provide quality patient care to the constituents of Monterey County.

#### **OTHER AGENCY INVOLVEMENT:**

County Counsel has reviewed and approved this Amendment No.4 as to legal form and risk provisions. Auditor -Controller has reviewed and approved this Amendment No.4 as to fiscal provisions. The Amendment No. 4 has also been reviewed and approved by Natividad Medical Center's Finance Committee on August 28, 2014 and Board of Trustees on September 12, 2014.

#### **FINANCING:**

The cost for this Amendment No. 4 is \$633,000. There is no impact to the General Fund.

Prepared by: Janine Bouyea, H.R. Director, 783-2701

Approved by: Dr. Kelly O'Keefe, Interim Chief Executive Officer, 783-2553

Attachments: Amendment No. 4, plus the executed Amendment No.3, Renewal and Amendment No. 2, Amendment No. 1, Original Agreement, and Spend Sheet.

Attachments on file with the Clerk to the Board Office



## Monterey County

### Board Order

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

**Agreement No.: A-12438**

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

Approved and authorized the Deputy Purchasing Agent for Natividad Medical Center (NMC) to execute Amendment No. 4 to the Agreement (A-12438/MYA723) with B.E. Smith Inc. for Interim Employee Services at NMC, extending the Agreement to June 30, 2015 and adding \$633,000 for a revised total Agreement amount not to exceed \$2,131,500.

PASSED AND ADOPTED on this 30th day of September 2014, 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 77 for the meeting on September 30, 2014.

Dated: October 1, 2014  
File Number: A 14-222

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

By Denise Hancock  
Deputy

**AMENDMENT NO. 4  
TO PROFESSIONAL SERVICES AGREEMENT  
BETWEEN B.E. SMITH AND  
THE NATIVIDAD MEDICAL CENTER  
FOR  
INTERIM EMPLOYEE SERVICES**

This Amendment No. 4 to Professional Services Agreement ("Agreement"), dated January 1, 2013, is entered into by and between the County of Monterey, on behalf of Natividad Medical Center ("NMC"), and B.E. Smith, Inc. (Contractor), with respect to the following:

**RECITALS**

**WHEREAS**, the original Agreement scope of services had a 6 month term and included one interim Medical-Surgical Leader/Nursing Services Division Director and one interim Senior Leader/Chief Nursing Officer; and

**WHEREAS**, the County and Contractor amended the Agreement previously on March 12, 2013 via Amendment No. 1 to extend the term of the Agreement for an additional 6 months as both interim positions were still needed and to increase the total Agreement amount by \$576,200 so as to pay for the continued services as needed; and

**WHEREAS**, the County and Contractor amended the Agreement previously on January 1, 2014 via Renewal & Amendment No. 2 to extend the term of the Agreement for an additional 6 months and to increase the total Agreement amount by \$283,000 so as to pay for the continued services as needed; and

**WHEREAS**, the County and Contractor amended the Agreement previously on April 15, 2014 via Amendment No. 3 to extend the term of the Agreement for an additional 6 months and to increase the total Agreement amount by \$639,300 so as to pay for the continued services as needed; and

**WHEREAS**, the County and Contractor wish to amend the Agreement to extend the term for an additional 9 months and to increase the total Agreement amount by \$633,000 so as to pay for continued services as needed.

**AGREEMENT**

**NOW, THEREFORE**, the parties agree to amend the Agreement as follows:

1. Contractor shall continue to provide NMC with the same scope of services as stated in and attached to the Agreement and as amended per Amendment No. 3 to Agreement.
2. Section 2. "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 \$2,131,500."*
3. Section 3. "TERM OF AGREEMENT" shall be amended to the following: *"The term of this Agreement is from January 1, 2013 to June 30, 2015 unless sooner terminated pursuant to this*

Amendment No. 4 to Agreement between  
B.E. Smith, Inc. and NMC  
for Interim Employee Services  
Term: 1/1/13 thru 6/30/15  
Not to Exceed: \$ 2,131,500

Agreement. This Amendment to the Agreement is of no force or effect until signed by both Contractor and NMC and with NMC signing last".

4. Except as provided herein, all remaining terms, conditions and provisions of the Agreement and Amendment No. 1, 2, and 3, are unchanged and unaffected by this Amendment No. 4 and shall continue in full force and effect as set forth in the Agreement.
5. A copy of this Amendment No. 4 and all previous amendments shall be attached to the original Agreement.
6. The effective date of this Amendment is September 1, 2014.

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: Kelly O'Keefe  
NMC Deputy Purchasing Agent  
KELLY O'KEEFE, MD, PhD, FCAP, INT. CED  
Date: 10/2/14

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

Date: \_\_\_\_\_

**APPROVED AS TO LEGAL PROVISIONS**

By: IB  
Deputy County Counsel

Date: Aug 21, 2014

**APPROVED AS TO FISCAL PROVISIONS**

By: [Signature]  
Deputy Auditor/Controller

Date: 8-21-14

**Contractor**

B.E. Smith  
Contractor's Business Name\*\*\* (see instructions)

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

MICHAEL J. SUPPLE

Name and Title

Date: 8/20/14

By: Cody Burch  
Signature of Secretary, Asst. Secretary, CFO,  
Treasurer or Asst. Treasurer

Cody Burch, CFO  
Name and Title

Date: 8/20/14

**\*\*\*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).

Amendment No. 4 to Agreement between  
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for Interim Employee Services  
Term: 1/1/13 thru 6/30/15  
Not to Exceed: \$ 2,131,500