

**RENEWAL AND AMENDMENT NO. 1
TO THE SERVICES AGREEMENT
BETWEEN NATIVIDAD MEDICAL CENTER (COUNTY OF MONTEREY) AND
KIT CHECK, INC.
FOR
SCANNING EQUIPMENT AND WEB-BASED SOFTWARE TO AUTOMATE PHARMACY KIT
PROCESSING**

This Renewal and Amendment No. 1 to the Purchase Agreement ("**Purchase Agreement**") which was effective on August 15, 2014 is entered into by and between the County of Monterey, on behalf of Natividad Medical Center (hereinafter "**Purchaser**"), and Kit Check, Inc. (hereinafter "**Kit Check**"); (collectively, the County, Purchaser and Kit Check are referred to as the "**Parties**"), with respect to the following:

RECITALS

WHEREAS, the Purchase Agreement was executed for scanning equipment and web-based software to automate Pharmacy Kit processing with a term August 15, 2014 through August 14, 2017 and a total Purchase Agreement amount not to exceed \$95,000; and

WHEREAS, Purchaser and Kit Check currently wish to renew and amend the Purchase Agreement on the same or similar terms, beginning August 15, 2017 and to extend the term for an additional three (3) year period through August 14, 2020 for a revised full Agreement term of August 15, 2014 through August 14, 2020 to allow for NMC to continue the use of the web-based software at the same rates stated in the original agreement, and to increase the amount payable by \$87,000 for a total agreement amount of \$182,000.

AGREEMENT

NOW THEREFORE, the Parties agree as follows:

The Agreement is hereby renewed and amended on the terms and conditions as set forth in the original Agreement incorporated herein by this reference, except as specifically set forth below.

1. This Renewal and Amendment No.1 has a retroactive effective date of August 15, 2017 for a revised full Agreement term of August 15, 2014 through August 14, 2020 unless sooner terminated pursuant to the terms of this RENEWAL and per the Agreement.
2. The first sentence in Paragraph 3, "ENTIRE AGREEMENT" shall be amended to the following:
"This Purchase Agreement, including all Exhibits attached to the agreement, plus Renewal and Amendment No. 1 to the Purchase Agreement constitutes the entire agreement between Kit Check and Purchaser".
3. The first sentence in Paragraph 6, "TERM" shall be amended to the following:
"This Purchase Agreement shall remain in effect for an initial term of six (6) years commencing on August 15, 2014 through August 14, 2020, unless terminated by Purchaser or Kit Check in accordance with the terms of this Purchase Agreement (the "term")".
4. If there is any conflict or inconsistency between the provisions of Agreement, or this RENEWAL AND AMENDMENT, the provisions of this RENEWAL AND AMENDMENT shall govern.

IN WITNESS WHEREOF, the Parties hereby execute this RENEWAL AND AMENDMENT NO. 1 as follows:

NATIVIDAD MEDICAL CENTER

By: _____
Gary R. Gray, DO, CEO

Date: _____

APPROVED AS TO LEGAL PROVISIONS

By: _____
Monterey County Deputy County Counsel

Date: 7/26/17

APPROVED AS TO FISCAL PROVISIONS

By: _____
Monterey County Chief Deputy Auditor-Controller

Date: 7-26-17

CONTRACTOR

Kit Check, Inc.
CONTRACTOR's Business Name

Signature instructions below

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

Kevin MacDonald CEO
Name and Title

Date: 7/19/17

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

Kristyn Reed-Salmon, CFO
Name and Title

Date: 7/19/17

*****SIGNATURE 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. (2 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. (2 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. (1 signature required)