

**AMENDMENT No. 5
TO SERVICES AGREEMENT
BETWEEN Nixon Peabody LLP AND
NATIVIDAD MEDICAL CENTER
FOR
Legal Services**

This Amendment No. 5 to the Services Agreement ("Agreement"), dated October 10, 2011 is entered into by and between the County of Monterey, on behalf of Natividad Medical Center (hereinafter "NMC"), and Nixon Peabody LLP., (hereinafter "CONTRACTOR"), with respect to the following:

RECITALS

WHEREAS, the Agreement was executed for Legal Services with a one year term October 10, 2011 through June 30, 2012 and a total Agreement amount not to exceed \$100,000; and

WHEREAS, NMC and CONTRACTOR amended the Agreement on March 1, 2011 Amendment No. 1 to extend the term for an additional one (1) year period through June 30, 2013, increasing the scope of services and adding an additional \$200,000, for additional services thereby increasing the total Agreement amount to \$300,000; and

WHEREAS, NMC and CONTRACTOR amended the Agreement on July 1, 2013 via Renewal and Amendment No. 2 to extend the term for an additional one (1) year period through June 30, 2014; and

WHEREAS, NMC and CONTRACTOR amended the Agreement on July 1, 2014 via Amendment No. 3 to extend the term for an additional three (3) year period through June 30, 2017; and

WHEREAS, NMC and CONTRACTOR amended the Agreement on May 16, 2017 via Amendment No. 4 to extend the term for an additional one (1) year period through June 30, 2018; and

WHEREAS, NMC and CONTRACTOR currently wish to amend the Agreement effective July 1, 2018 via Amendment No. 5 to extend it for an additional three (3) year period through June 30, 2021 with no increase to the total agreement cost.

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 Original Agreement and in Renewal and Amendment No 1, Renewal and Amendment No. 2, Amendment No. 3, Amendment No. 4 incorporated herein by this reference, except as specifically set forth below.

2. The first sentence of Section 3 "TERM OF AGREEMENT" shall be amended to the following;
"The term of this Agreement is October 10, 2011 to June 30, 2021 unless sooner terminated pursuant to this Agreement"
3. Except as provided herein, all remaining terms, conditions and provisions of the Agreement are unchanged and unaffected by this Amendment No. 5, and shall continue in full force and effect as set forth in the Amendment No. 4, Amendment No. 3, Renewal and Amendment No. 2 Amendment No. 1, and Original Agreement.
4. A copy of this Amendment No. 5 shall be attached to the Original Agreement.

IN WITNESS WHEREOF, the parties hereto are in agreement with this Amendment No. 5 on the basis set forth in this document and have executed this Amendment No. 5 on the day and year set forth herein.

Natividad Medical Center

By: _____
Gary Gray, DO, Interim Chief Executive Officer

Date: _____

APPROVED AS TO LEGAL PROVISIONS

By: _____
Monterey County Deputy County Counsel

Date: 3/30/18

APPROVED AS TO FISCAL PROVISIONS

By: _____
Monterey County Deputy Auditor/Controller

Date: 3-30-18

CONTRACTOR

Nixon Peabody LLP
CONTRACTOR's Business Name*** (see instructions)

Signature of Chief, President, or Vice President
Partner

Rudy S. Salo, Partner
Name and Title

Date: March 21, 2018

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

Name and Title

Date: _____

*****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)