## AMENDMENT NO. 2 TO SERVICES AGREEMENT BETWEEN SMILE BUSINESS PRODUCTS INC. AND NATIVIDAD MEDICAL CENTER FOR COPY MACHINE RENTAL AND MAINTENANCE SERVICES

This Amendment No. 2 to the Services Agreement ("Agreement") which was effective on July 1, 2013 is entered into by and between the County of Monterey, on behalf of Natividad Medical Center (hereinafter "NMC"), and Smile Business Products, Inc. (hereinafter "CONTRACTOR"); (collectively, the County, NMC and CONTRACTOR are referred to as the "Parties"), with respect to the following:

## RECITALS

WHEREAS, NMC and Tri-County Business Systems, Inc. entered into Agreement for copy machine rental and maintenance services with a term July 1, 2013 through June 30, 2016 and a total Agreement amount not to exceed \$690,000; and

WHEREAS, Tri-County Business Systems, Inc. and CONTRACTOR executed an Assignment and Assumption Agreement wherein Tri-County Business Systems, Inc. assigned the Agreement to CONTRACTOR effective April 1, 2016; and

WHEREAS, NMC consented in writing, with an effective date of April 1, 2016 to the assignment by Tri-County Business Systems, Inc. and assumption by Smile Business Products, Inc. of the Agreement; and

**WHEREAS**, NMC and CONTRACTOR amended the Agreement on June 30, 2016 via Amendment No. 1 to extend the term for an additional three (3) year period through June 30, 2019 and to add an additional \$750,000 thereby increasing the total Agreement amount to \$1,440,000; and

WHEREAS, NMC and CONTRACTOR currently wish to amend the Agreement to extend it for an additional one (1) year period through June 30, 2020 to allow for services to continue with revisions to the Scope of Services/Payment Provisions attached hereto as "Exhibit A-2 per Amendment No. 2" with a \$305,000 increase for the additional year of services for a total Agreement amount of \$1,745,000.

## **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 the Original Agreement and in Amendment No. 1 incorporated herein by this reference, except as specifically set forth below.

- 1. Section 2 titled, "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 attached to the original Agreement plus EXHIBIT A-2 attached hereto this Amendment No. 2. The total amount payable by NMC to CONTRACTOR under this Agreement shall not exceed the sum of \$1,745,000."
- 2. The first sentence of <u>Section 3.1 titled</u>, "TERM OF AGREEMENT" shall be amended to the following:
  - "The term of this Agreement is from July 1, 2013 through June 30, 2020 unless sooner terminated pursuant to the terms of this Agreement."

- 3. <u>Section 4 titled</u>, "ADDITIONAL PROVISIONS/EXHIBITS" shall be amended to the following: "The following attached exhibits are incorporated herein by reference and constitute a part of this Agreement:
  - **Exhibit A: Scope of Services/Payment Provisions**
  - Exhibit A-2: Revised Scope of Services/Payment Provisions as per Amendment No. 2."
- 4. Except as provided herein, all remaining terms, conditions and provisions of the Original Agreement are unchanged and unaffected by this Amendment No. 2 and shall continue in full force and effect as set forth in the Agreement and in Amendment No. 1.
- 5. A copy of this Amendment No. 2 shall be attached to the Original Agreement.
- 6. This Amendment No. 2 shall be effective when signed by both parties.

The remainder of this page was intentionally left blank.

~ Signature page to follow ~

**IN WITNESS WHEREOF,** the Parties hereto are in agreement with this Amendment No. 2 on the basis set forth in this document and have executed this Amendment No. 2 on the day and year set forth herein.

NATIVIDAD MEDICAL CENTER	CONTRACTOR
By:Gary R. Gray, DO, CEO	Smile Business Products, Inc.  CONTRACTOR's Business Name  ***See instructions below***
Date:	By: (Signature of: Chair, President, or Vice-President)
APPROVED AS TO LEGAL PROVISIONS	Joseyh Raves Pilos & Ca Name and Title
By: Monterey County Deputy County Counsel	Date: 5- 8- 201 9
Date: May 1, 2019	By: Arlhennan
APPROVED AS TO FISCAL PROVISIONS	(Signature of: Secretary, Asst. Secretary, CFO, Treasurer, or Asst. Treasurer)
By: Monterey County Deputy Auditor/Controller	Cathy Hethernatin VP of Operations Name and Title
Date: 5-1-19	Date: 3/8/2019
	***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 an individual capacity, the individual shall set forth the name of the business, if any

required).

and shall personally sign the Agreement (one signature

## EXHIBIT A-2 PER AMENDMENT 2 NMC/Smile Business Products, Inc. Copy Machine Inventory

Contract	Location	Equipment ID	Model	Serial	Start Date	Expiration Date	Notes	BW Avg Monthly Vol.	CLR Avg Monthly Vol.
6301-TC-01 Aud	Audiology	M0546	AR208D	5019041	8/16/2010	8/16/2013		720	
6302-TC-01 Rec	Reception		AR208D	5014991	8/16/2010	8/16/2013		5	
6339-TC-01 Env	Environmental Services		MXM260	95041628	10/19/2010	10/19/2013		2070	
6423-TC-01 Nati	Natividad Medical Group	M0461	MXM363N	5007058	2/16/2011	2/16/2014		5370	
6593-PT-01 Spec	Speciality Clinic Nurse	M0436	MXM363N	15007922	11/10/2011	11/10/2014		3840	
6665-PT-01 Eng	Engineering Facilities		MX2610N	15086578	4/6/2012	4/6/2015		1240	2270
6915-TC-01 Surg	Surgical Scheduling		MXB201D	35010312	8/1/2013	8/1/2016		460	
7071-TC-01 Nurs	Nursing Education	M0551	MX4141N	45111261	4/3/2014	4/3/2017		2970	4070
7139-PT-01 E.R		M0544	MXM314N MX-	45041575	7/14/2014	7/14/2017	11/13/18 loaner provided. M0544 in shop for	11290	
	11.1.0.1.10.1.11.10.11.11.10.11.11.10.11.11	(Loaner) COF 1-14515-1 C	M514N	45041575			repairs.	000	CHICAGO MECHANISMO
7201-F1-01 Spec	Speciality Clinic Scheduling Office	2.000	MXM465N	45006372	9/8/2014			2530	
	Speciality Clinic #2 2nd Floor	M0455	MXM464N	3503538Y	9/8/2014			14360	
	Bide 500 Business Office Back	M0542	MXM465N	45003989	12/8/2014	7/8/2017		10430	
	Mananged Care	M0162	MXM365N	45005109	12/8/2014	12/8/2017		1380	
7287-PT-01 Fina	Financial Counseling	M0545	MXM565N	45020660	1/12/2015	207/0		6440	
7294-PT-01 Dietary	tary	M0434	MXC402SC	45140037	1/23/2015	1/22/2018		7450	1680
7309-PT-01 ER I	ER Registration	M0174	MXB201D	45003294	2/12/2015	2/11/2018		640	
7324-PT-01 Adm	Admitting/Main Office	M0438	MXM465N	55003781	2/12/2015	2/11/2018		4060	
7345-PT-01 Radi	Radiology Room		MXM314N	4501856X	4/10/2015	4/9/2018		4870	
7346-PT-01 Med	Med Surg 3rd Floor	M0169	MX4141N	55142931	4/10/2015	4/9/2018		20045	7210
7349-PT-01 Fam	Family Practice Residency	M0842	MX5141N	55006822	4/15/2015	4/14/2018		5400	2650
7372-PT-01 MH1	MHU Case Management		MXM264N	4500385X	5/21/2015	5/20/2018		5620	
7373-PT-01 Aux	Auxillary		MXC300W	45139025	5/20/2015	5/19/2018		1660	06
7374-TC-01 Reco	Records Retention	M0466	MX2640N	55014333	5/20/2015	5/19/2018		969	101
7375-PT-01 Tele	Telecommunications	M0561	MXC300W	45139385	5/20/2015	8/19/2018		1920	1320
7395-PT-01 ICU			MXM365N	55004365	7/8/2015	7/7/2018		4300	
7396-PT-01 Radi	Radiology Reception	M0151	MXM354N	55011532	7/8/2015	2/1/2018		2120	
7397-PT-01 Med	Medical Staff		MX5141N	55101525	7/9/2015	7/8/2018		12400	15070
7398-PT-01 Phys	Physical Outpatient Therapy	M0553	MX4141N	55097255	7/9/2015	7/8/2018		4580	6280
7399-PT-01 Palla	Pallative Care Office	M0446	MXC300W	53004544	7/9/2015	7/8/2018		610	1645
7400-PT-01 Adm	Administration	B5491	MX5141N	35121076	7/10/2015	7/10/2018		9190	10760
7405-PT-01 Outp	Outpatient Physical Therapy	M0554	MXC300W	53004804	7/27/2015	7/27/2018		220	320
7415-PT-01 Med	Medical Library	M1112	MX2640N	55051965	8/13/2015	8/12/2018		2060	3420
7421-TC-01 Med	Medical Records Release		MXM264N	55045246	8/27/2015	8/26/2018		2,830	
7422-PT-01 Med	Medical Records Release		MXM565N	55019963	8/27/2015	8/27/2018		15790	

7423-TC-01 7429-PT-01 7447-TC-01	Madica Decords December		MANAZESNI						
7429-PT-01 7447-TC-01	Modern Accordes According		NICOCIMIYIMI	55020574	8/27/2015	8/26/2018		1210	
7447-TC-01	Medical Records Chart Processing	M0576	MXM754N	55006977	9/4/2015	9/3/2018	8	33000	
	Labor & Delivery Anestheisa Room		MXB201D	55009267	10/1/2015	10/1/2018	8	520	
7449-PT-01	Diabetes Clinic		MXM314N	55025816	10/6/2015	10/5/2018		0869	
7450-PT-01	ARU Room 262	4	MX3640N	55074748	10/6/2015	10/2/2018		6240	5340
7456-PT-01	Accounting Finance	M0472	MX4141N	55016338	10/12/2015	10/11/2018		2680	1360
7509-TC-01	Contract Division		MX3070N	55101710	1/29/2016	1/28/2019		1350	1595
7524-PT-01	Pediatrics 3rd Floor		MXM266N	X6920055	2/26/2016	2/25/2019		3760	
7525-TC-01	Bates Eldridge		MXC300W	63004221	2/26/2016	2/25/2019		470	120
8913-01	Admitting	9165	MXC300W	63022711	6/23/2016	5102/22/9	6/22/2019 Transferred from Speciality Clinic Medication Room.	no usage history available y	available)
7592-PT-01	ARU		MXC300W	63004253-A	6/23/2016	6/22/2019	-	09	530
7593-PT-01	Pharmacy Bldg 580	M1082	MXC300W	63004013	6/1/2016	5/31/2019		280	2
7596-PT-01	E.R Registration	M0599	MXC300W	63004023	6/1/2016	5/31/2019		480	170
7597-PT-01	NUCMED	M0846	MXC300W	63004093	6/1/2016	5/31/2019		470	80
7598-PT-01	Intermediate Care (IMCU)		MXC300W	63003903	6/28/2016	6/27/2019		75	490
8340-PT-01	Case Mangement	M0165	MX5141N	55108896	2/22/2017	2/22/2020		5320	3510
8347-PT-01	Lactation	M0663	MXC300W	45072313	2/22/2017	2/22/2020		450	5
8429-PT-01	Lab Main	B8137	MXC300W	6301722Y	3/16/2017	3/15/2020		400	8
8431-01	Lab Front Office	B8134	MXC300W	6301723Y	3/16/2017	3/15/2020		325	20
8434-PT-01	Lab Main Office	B8119	MXM465N	K6591059	3/16/2017	3/16/2020		3640	
8435-01	Lab Back Office	B8150	MXC402SC	75046771	3/16/2017	3/16/2020		1130	370
8447-01	IT	B8297	MX3050N	6507324X	3/22/2017	3/22/2020		2250	2750
8607-01	Med/Surg 2	B9792	MX4070N	75103123	6/6/2017	6/6/2020		220	450
8672-01	Labor & Delivery	C0075	MXM565N	75020345	7/19/2017	7/18/2020		2800	
8673-01	Acute Rehab Unit	C0079	MXM465N	XS9910S9	7/17/2017	7/16/2020		18900	
8674-01	Nido Clinic Main Office	C0085	MXM365N	75008754	7/20/2017	7/19/2020		3040	
8677-01	Outpatient Procedure Services	C0065	MXM465N	75015184	7/19/2017	7/18/2020		4600	
8678-01	MHU Inpatient	C0072	MXM465N	K2821059	7/19/2017	7/18/2020		10040	
8680-01	Cardiopulmonary	C0071	MXM365N	75008404	7/25/2017	7/24/2020		2650	
8688-01	Outpatient Surgery	C0078	MXM365N	75008774	7/27/2017	7/26/2020		1700	
8710-01	IR Nursing	C0137	MXC301W	73011316	8/2/2017	8/2/2020		200	470
8711-01	Bariatrics Clinic	C0153	MX-4070N	7507755	8/1/2017	8/1/2020		1480	1690
8720-01	Speciality Clinic Medication Room	C0086	MX-C301W	73017324	8/2/2017	8/2/2020		no usage history	available)
871701	Mother Infant Unit	C0057	MX-C301W	73017354	8/2/2017	8/2/2020		2400	2055
8716-01	Labor & Delivery	C0051	MX-C301W	73017344	8/2/2017	8/2/2020		2015	06
							*Originally placed as DEMO on		
8715-01	NICU	B6258	MX-C301W	45117916	7/1/2017	7/1/2020	7/1/2020 6/27/2017 -turned Rental. Rental	7	8
							starting on 7/1/2017.	280	310

8711-01	Bariatrics Clinic	C0153	MX-4070N	75077555	8/1/2017	7/31/2020		1480 1700
8981-01	Pharmacy	C0330	MX-3050N	75026697	9/19/2017	9/18/2020		no usage history available
9169-01	Cardiopulmonary Unit Bldg 400 1st Floor	C0763	MX-M465N	75007068	11/13/2017	11/13/2020		no usage history available
9170-01	Cardiopulmonary Unit Bldg 400 1st Floor	C0757	MX-C301W	73019439	11/13/2017	11/13/2020		no usage history available
9308-01	HR	C0446	MX-7580N	75016290	12/29/2017	12/28/2020	12/28/2020 installed 12/29	no usage history available
9342-01	Utilzation Review Dept. Bldg 300	M1124	MX-M5070	7501842X	1/9/2018	1/9/2021		
9411-01	Administration Dept.	96800	MX-M4070	75007170	1/31/2018	1/30/2021		
9487-0P	Materials Management	C0914	MX-M3050	7500541X	3/5/2018	3/4/2021		
9502-0P	Materials Management Warehouse	C0927	MX-M3050	7500092Y	3/15/2018	3/14/2021		
10302-0P	ARU Therapy Unit	C0520	MX-C301W	83016228	10/25/2018	10/25/2021	installed 10/25/2018	
10431-09	ER	C1557	MX-M5070	X0991058	12/20/2018	12/20/2021	12/20/2021 installed 12/20/2018	