

FIFTH AMENDMENT TO PERSONAL SERVICES AGREEMENT

This Agreement, made and entered into on the ____ day of _____, 2022, is effective on January 1, 2023, is the Fifth Amendment to the Personal Services Agreement made and entered into on the 1st day of February, 2017 by and between NaphCare, Inc. (“Contractor”) and Lewis County (“County”), as well as to all exhibits thereto (“Agreement”).

WHEREAS, the parties wish to assign and modify the Agreement pursuant to Sections 3 and 10, General Conditions.

NOW THEREFORE, the Agreement shall remain in full force and effect with the following assignment and/or modification fully incorporated thereto:

- I. Pursuant to Section 3 “Assignment and Subcontracting” of the General Conditions, Contractor shall assign its rights under the Contract to its wholly owned subsidiary, EverHealth, LLC (“EverHealth” and/or “Contractor”), effective January 1, 2023.
- II. Contractor’s staffing in Exhibit A “Scope of Work” shall be deleted in its entirety and replaced with the following which provides for the addition of 2.1 FTE RN/LPN position for the night shift:

Lewis County, WA Contractor Staffing - ADP 230	
Position Title	FTE
Health Services Administrator	1.000
NP/PA	0.200
RN	3.100
LPN	3.100
LPN - MAT	0.600
	Night Shift
RN/LPN	2.100

Total FTEs 10.100

- III. Contractor’s pricing table in Exhibit B “Compensation” shall be deleted and replaced with the following which provides for the additional staffing and a cost of living adjustment (COLA):

Contractor Pricing	Annual Base	Monthly Base
Renewal Year 6 (1/1/23 - 12/31/23)	\$ 1,506,005.80	\$ 125,500.48
Renewal Year 7 (1/1/24 - 12/31/24)	\$ 1,536,125.92	\$ 128,010.49

Except as modified herein, all other terms and conditions set forth within the Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the parties have executed this Agreement as of the Effective Date.

CONTRACTOR:
EverHealth, LLC

NaphCare, Inc.

Bradford T. McLane Date
Chief Executive Officer
2090 Columbiana Road, Suite 4000
Birmingham, AL 35216
(205) 536-8400

Bradford T. McLane Date
Chief Executive Officer
2090 Columbiana Road, Suite 4000
Birmingham, AL 35216
(205) 536-8400

LEWIS COUNTY:
Approved as to legal form only:

Deputy Prosecuting Attorney Date

Recommended:

Budget and Finance Date

Approved:

Department Director Date

Lewis County Executive Date
(\$250,000 or more)