

**FIFTH AMENDMENT TO LEGAL SERVICES AGREEMENT BETWEEN
THE COUNTY OF SONOMA AND FOLEY & LARDNER LLP (“Attorney”)**

This Fifth Amendment to the Legal Services Agreement is made by and between the County of Sonoma (“County”) and Foley & Lardner LLP (“Attorney”). This Amendment to the Legal Services Agreement is required by Business and Professions Code Section 6148 and is intended to fulfill its requirements.

RECITALS

WHEREAS, the County and Attorney entered into a Legal Services Agreement dated November 14, 2017 (the “Effective Date”), for Attorney to represent the County in the following matters:

- Attorney specializes in healthcare law, and has significant experience and recognized expertise in Medicare/Medi-Cal compliance. The Sonoma County Counsel has determined that Attorney's assistance is needed in connection with legal advice to the County's Health Department Compliance Unit.

WHEREAS, the services of Attorney are needed in the area of health privacy to support the work of the ACCESS Initiative;

WHEREAS, on April 19, 2018, the County and Attorney amended the Agreement to increase the contract maximum by \$30,000 for a not-to-exceed amount of \$50,000, extend the term of the Agreement to July 1, 2018, and include a Business Associate Addendum to the Legal Services Agreement;

WHEREAS, on July 3, 2018, the County and Attorney amended the Agreement to increase the contract maximum by \$40,000 for a not-to-exceed amount of \$90,000, and extend the term of the Agreement to July 1, 2020;

WHEREAS, on August 6, 2019, the County and Attorney amended the Agreement to increase the contract maximum by \$50,000 for a not-to-exceed amount of \$140,000;

WHEREAS, on February 24, 2020, the County and Attorney amended the Agreement to increase the contract maximum by \$100,000 for a not-to-exceed amount of \$240,000; and

WHEREAS, the County and Attorney desire to amend the Agreement to increase the contract maximum by \$12,342 for a not-to-exceed amount of \$252,342.

NOW THEREFORE, in consideration of the mutual covenants contained herein, the parties agree to amend the Legal Services Agreement as of its Effective Date, as follows:

AGREEMENT

1. Compensation. The maximum allowed compensation under the Agreement shall be increased by an additional \$12,342 for a not-to-exceed maximum of \$252,342.
2. All other terms and conditions of the Legal Services Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this amendment as of the dates set forth below.

Foley & Lardner LLP

Judith A. Waltz

Dated

County of Sonoma

Robert Pittman
County Counsel

Dated

Department of Health Services

Barbie Robinson
Director of Health Services

Dated