

**MEMORANDUM OF UNDERSTANDING
BETWEEN
SOLANO COUNTY EMERGENCY MEDICAL SERVICES COOPERATIVE (SEMSC)
and
NorthBay Healthcare**

This Memorandum of Understanding ("Agreement") is made on 12-5-, 2018 between the Solano Emergency Medical Services Cooperative (SEMSC), the entity designated by the Solano County Board of Supervisors as the Local EMS Agency ("Agency"), and Northbay Medical Center ("Hospital"), doing business as NorthBay Medical Center and NorthBay VacaValley Hospital.

1. Recitals

- A. The SEMSC needs to recognize Hospital as an Emergency Department Approved for Pediatrics (EDAP).
- B. The Hospital is willing to provide services, equipment, and personnel including maintenance of adequate staffing levels, equipment, and facilities according to EDAP Criteria.
- C. The parties agree to the following provisions.

2. Term

- A. The term of this Agreement shall be three years, commencing on January 1, 2019. This Agreement shall be automatically extended through 12:01 a.m. on January 1, 2022 upon a finding by SEMSC during year three of this Agreement that the Hospital has been in substantial and consistent compliance with the terms of the Agreement and all applicable federal, state, and local laws and regulations and SEMSC resolutions, regulations, and policies and upon payment of the annual renewal fee.
- B. Notwithstanding any other provision of the Agreement, SEMSC may suspend this Agreement immediately upon giving written notice to HOSPITAL, if HOSPITAL's license to operate as a general acute care hospital, or its permit to operate basic or comprehensive emergency services, is revoked or suspended.
- C. Notwithstanding any other provision of this Agreement, either party may terminate this Agreement without cause upon providing at least one-hundred twenty (120) calendar days written notice to the other party.

3. Hospital Agreement

- A. Hospital agrees to accept all County pediatric patients transported to hospital and provide appropriate medical management for the patients.
- B. Hospital agrees to abide by all terms set forth in EDAP policy, attached hereto as Exhibit A and is incorporated by reference.
- C. Hospital agrees to submit an annual designation fee; currently five thousand dollars (\$5,000), (sum may be adjusted in future years), to the SEMSC by January 31st of each calendar year during the term of this agreement.

**MEMORANDUM OF UNDERSTANDING
BETWEEN
SOLANO COUNTY EMERGENCY MEDICAL SERVICES COOPERATIVE (SEMSC)
and
NorthBay Healthcare**

4. SEMSC Agreement

- A. SEMSC agrees to designate the Hospital as an Emergency Department Approved for Pediatrics for Solano County pediatric patients.


5. Indemnification

- A. SEMSC agrees to indemnify and hold harmless Hospital and its employees, agents, and elective and appointive boards from and against any damages including costs and attorney's fees arising out of negligent or intentional acts or omissions of SEMSC, its employees, or agents.
- B. Hospital agrees to indemnify and hold harmless SEMSC, its employees, agents, and elective and appointive boards from and against any damages including costs and attorney's fees arising out of negligent or intentional acts or omissions of Hospital, its employees, or agents.

SOLANO EMS COOPERATIVE

NorthBay Healthcare

By 
Ted Selby,
Medical Services Administrator
Solano EMS Cooperative

By  11-19-18
Aimee Brewer
President
NorthBay Healthcare Group

APPROVED AS TO FORM

By 
County Counsel