

**FIRST AMENDMENT  
OF  
FINANCIAL ADVISOR AGREEMENT**

**MENDOCINO COAST HEALTH CARE DISTRICT  
AND  
SILVERTON MANAGEMENT COMPANY LLC**

This First Amendment to the Agreement for Professional Services (the “**First Amendment**”) between **Mendocino Coast Health Care District**, (hereinafter “**MCHCD**”) and **Silverton Management Company LLC** (“**Consultant**”) dated **April 1, 2024** (the “**Agreement**”), is made as of this 1st day of September, 2024. Each of the MCHCD and Consultant are sometimes referred to hereinafter as a “Party” or collectively as the “Parties.”

**WHEREAS**, the Parties entered into the Agreement as of April 1, 2024; and

**WHEREAS**, the current Agreement is titled Financial Advisor Agreement;

**WHEREAS**, the current Term of the Agreement is for a period of nine (9) months;

**WHEREAS**, the current Exhibit A is for a period of nine (9) months;

**WHEREAS**, the current Exhibit B is for a period of nine (9) months;

**NOW THEREFORE**, in consideration of the mutual covenants and promises contained herein, the receipt and sufficiency of which is hereby acknowledged, the Parties agree as follows:

1. **Title of Agreement.** The title of Financial Advisor Agreement is hereby deleted and replaced with Chief Financial Officer/Chief Restructuring Officer Agreement.
  
2. **Term of Agreement.** Section 3 of the Agreement is hereby deleted in its wording “for a period of nine (9) months” and replaced with the wording “for a period of (21) twenty-one months.”

3. **Exhibit A.** Add: **Within the next 16 months-** Create a consolidation business model that has financial viability for the next 20 to 25 years with realistic recognition of the limited resources any business has. The dynamic and changing conditions on how health care services are being provided must be implemented into the consolidation model with restructuring methods.

4. **Exhibit B.** Retainer of \$3,000 per month is hereby deleted and replaced with Retainer of \$7,500 per month.

5. **No Other Changes.** Except for the modification of the Agreement as set forth above, the terms of the Agreement, as amended, shall remain in full force and effect.

6. **Counterparts.** This First Amendment may be executed in multiple counterparts, and counterpart signature pages may be assembled to form a single, fully executed document.

**IN WITNESS WHEREOF**, the Parties have executed this First Amendment on the dates set forth below.

MCHCD:

\_\_\_\_\_  
By: Paul Garza Jr., Board Chair

Date: \_\_\_\_\_

CONSULTANT:

\_\_\_\_\_  
By: Wayne C. Allen, Managing Member  
Silverton Management Company LLC

Date: \_\_\_\_\_