

**SECOND ADDENDUM TO THE AGREEMENT FOR  
MEDICARE PART D SERVICES IMPLEMENTATION SERVICES**

Part D Advisors, Inc. (“**PDA**”) and the City of Ann Arbor (“**Plan Sponsor**”), add this Addendum to the October 10, 2005 Agreement between PDA and Plan Sponsor, whereby PDA agreed to provide certain services for the Plan Sponsor’s Health Plan (“**Plan**”) in connection with the Medicare Drug Subsidy Program as described in 42 CFR 423.880 through 888 (“**Medicare Retiree Drug Subsidy**” or “**RDS Program** (the “**2005 Agreement**”)”).

**RECITALS**

**WHEREAS**, Plan Sponsor represents that it is authorized to contract on behalf of its Plan; and

**WHEREAS**, PDA and Plan Sponsor have continued to operate under and renew the 2005 Agreement since it was executed; and

**WHEREAS**, PDA and Plan Sponsor added an Addendum to the 2005 Agreement in 2010, whereby PDA provided additional services related Medicare Early Retiree Subsidies (“**First Addendum**”); and

**WHEREAS**, Plan Sponsor, as a condition of renewing the 2005 Agreement and related First Addendum (collectively “**the Agreement**”) for 2018, has requested that sections 6.01 and 6.02 be removed from the 2005 Agreement, striking the indemnification obligations entirely; and

**WHEREAS**, PDA wishes to renew the amended Agreement.


**NOW, THEREFORE**, in consideration of the mutual covenants and agreements herein contained, the parties agree as follows:

1. The Agreement is to continue unchanged except as specifically provided below.
2. Sections 6.01 & 6.02 have been removed will no longer be enforced.
3. In all other respects, the terms and conditions of the Agreement are reaffirmed.

**[REMAINDER OF PAGE LEFT BLANK]**

IN WITNESS WHEREOF, the Parties have entered into this Second Addendum to the Agreement for Medicare Part D Services, effective as of the date the last Party signs.

**Part D Advisors, Inc.**

By:   
Name: DAVID ALEXANDER  
Title: VICE PRESIDENT OF OPERATIONS  
Date: DECEMBER 6, 2017

**City of Ann Arbor**

By: \_\_\_\_\_  
Christopher Taylor, Mayor                      Date  
By: \_\_\_\_\_  
Jacqueline Beaudry, City Clerk              Date

**Approved as to form and content by:**

\_\_\_\_\_  
Stephen K. Postema, City Attorney *BB*

**Approved as to substance by:**

\_\_\_\_\_  
Howard S. Lazarus, City Administrator