

**NOTICE OF AMENDMENT TO DELTA DENTAL OF IOWA
PARTICIPATING DENTIST'S DENTAL WELLNESS PLAN
AGREEMENT TO INCLUDE THE CHILDREN'S DENTAL MEDICAID
PROGRAM.¹**

Pursuant to paragraph 3 (c) of your (Participating Dentist) Participating Dentist's Dental Wellness Plan Agreement ("Agreement"), which remains in full force and effect, as amended, with Delta Dental of Iowa ("Delta Dental"), Delta Dental hereby provides notice of amendment to the Agreement ("Amendment"), effective as of the Effective Date, as follows:

RECITALS:

- A. Delta Dental has entered into or anticipates entering into an agreement with the State of Iowa acting by and through the Iowa Department of Human Services to administer certain dental benefits to Covered Enrollees in the Children's Dental Medicaid program.
- B. Participating Dentist wishes to provide dental services to such Covered Enrollees.

1. Effective Date. This Amendment shall be effective only if Delta Dental enters into the Children's Dental Medicaid Contract. In such event, this Amendment shall be effective as of January 1, 2021 (the "Effective Date"). If Delta Dental Does not enter into the Children's Dental Medicaid Contract, this Amendment shall be null and void *ab initio*.

2. Amendments to Agreement. As of the Effective Date, the Agreement is hereby amended or modified as follows:

- a) Covered Enrollee. The definition of "Covered Enrollee" now existing in Section 1(a) of the Agreement is hereby deleted in its entirety and replaced with the following:

"Covered Enrollee" means an individual eligible to receive dental services through Delta Dental under the Iowa Health and Wellness Plan Contract or Children's Dental Medicaid Contract.

- b) Covered Services. The definition of "Covered Services" now existing in Section 1(b) of the Agreement is hereby deleted in its entirety and replaced with the following:

"Covered Services" means dental services that meet both of the following requirements: (i) a Covered Enrollee is eligible to receive the dental services under the Iowa Health and Wellness Plan Contract or Children's

¹ The State of Iowa may use a different name to refer to the Medicaid program for children or its contract with Delta Dental. The parties intend "Children's Dental Medicaid" to refer to that program and contract.

Dental Medicaid Contract; and (ii) Participating Dentist is entitled to payment for the dental services under the terms and conditions of the Agreement.

- c) Children's Dental Medicaid Contract. Section 1 of the Agreement is hereby amended by inserting the following new definition in Section 1(d):

"Children's Dental Medicaid Contract" means the contract for the Children's Dental Medicaid program between the State of Iowa acting by and through the Iowa Department of Human Services and Delta Dental, as the same may be amended or restated from time to time.

- d) Entire Agreement; Applicability. Section 2 of the Agreement is hereby deleted in its entirety and replaced with the following:

This Agreement, together with the Incorporated Documents (as defined below), constitute the complete agreement between Participating Dentist and Delta Dental concerning the Dental Wellness Plan and Children's Dental Medicaid program products and supersedes all negotiations, preliminary agreements and all prior or contemporaneous discussions and understandings between them in connection with the subject matters hereof. All of the Incorporated Documents are incorporated into this Agreement as if set forth in their entirety and constitute a part hereof. This Agreement applies only to the Dental Wellness Plan and Children's Dental Medicaid program products. This Agreement does not apply to any other product of Delta Dental, including, without limitation, any product described in any Delta Dental Premier Participating Dentist's Agreement, any Delta Dental PPO Agreement Supplement to any Delta Dental Premier Participating Dentist's Agreement or any Delta Dental Participating hawk-i Orthodontic Services Agreement that may now or hereafter be in effect between Delta Dental and Participating Dentist from time to time, and any such agreement shall be unmodified by this Agreement and shall remain in full force and effect.

- e) Incorporated Documents. Section 3(a) of the Agreement is hereby deleted in its entirety and replaced with the following:

"Incorporated Documents" means all of the following documents and agreements, as the same may be amended or restated from time to time: (i) all documented rules and regulations of Delta Dental relating to the Dental Wellness Plan and Children's Dental Medicaid program products, including, without limitation, the Delta Dental, Dental Wellness Plan and Children's Dental Medicaid program Uniform Regulations (the "Uniform Regulations"); (ii) the Delta Dental of Iowa Dental Wellness Plan and Children's Dental Medicaid Office Manual (the "Office Manual"); (iii) any documented utilization, pre-treatment, pre-determination, post-

treatment, office audit, focused review or other programs, and any Dental Wellness Plan or Children's Dental Medicaid program incentive or bonus program established and implemented by Delta Dental; (iv) the Dental Wellness Plan and Children's Dental Medicaid program Fee Schedule, as applicable (the "Fee Schedule"); and (v) the Iowa Health and Wellness Plan Contract and Children's Dental Medicaid Contract.

- f) Incorporated Documents. Section 3(b) of the Agreement is hereby deleted in its entirety and replaced with the following:

Delta Dental shall make all Incorporated Documents accessible to Participating Dentist by posting the same to Delta Dental of Iowa's Dental Wellness Plan and Children's Dental Medicaid program provider Internet site promptly after the Incorporated Documents are completed, amended or restated by, or are otherwise made available to, Delta Dental.

- g) Incorporated Documents. Section 3(d) of the Agreement is hereby deleted in its entirety and replaced with the following:

In the event of a conflict between the terms of this Agreement and the terms of an Incorporated Document (other than the mandatory provisions of the Children's Dental Medicaid Contract and Iowa Health and Wellness Plan Contract) the terms of this Agreement shall control. In the event of a conflict between the mandatory provisions of the Children's Dental Medicaid Contract or Iowa Health and Wellness Plan Contract and the terms of this Agreement or any other Incorporated Document, the mandatory provisions of the Children's Dental Medicaid Contract and Iowa Health and Wellness Plan Contract shall control.

3. Limited Effect. Except as expressly modified herein, the terms and conditions of the Agreement and Incorporated Documents shall remain unmodified and in full force and effect.
4. Entire Agreement. The Agreement, together with the Incorporated Documents (as defined above), as amended by this Amendment, constitute the complete agreement between Participating Dentist and Delta Dental concerning the Dental Wellness Plan and Children's Dental Medicaid program and supersede all negotiations, preliminary agreements and all prior or contemporaneous discussions and understandings between them in connection with the Dental Wellness Plan and Children's Dental Medicaid program.