


Palomar Pomerado Health
BOARD OF DIRECTORS
SPECIAL BOARD ANNUAL CEO EVALUATION MEETING
Rancho Bernardo Inn, Valencia Room, 17550 Bernardo Oaks Drive, Rancho Bernardo, CA 92128
Wednesday, November 17, 2004

AGENDA ITEM	DISCUSSION	CONCLUSIONS/ACTION	FOLLOW-UP/RESPONSIBLE PARTY
CALL TO ORDER	The special board meeting for the CEO Evaluation was called to order by Chairman Larson at 6:30 p.m. A quorum was established with all directors present: Directors Larson, Rivera, Bassett, Scofield, Berger, Kleiter, and Krider. Michael Covert, CEO and President, was also in attendance.		
NOTICE OF MEETING	Notice of Meeting was mailed consistent with legal requirements		
PUBLIC COMMENTS	None – No members of the public were present		
ADJOURNMENT TO CLOSED SESSION	The open meeting was adjourned to closed session pursuant to government code, section 54957 regarding public employee performance evaluation: Chief Executive Officer.		
OPEN SESSION RESUMED	Following a brief break at 9:30 p.m. , Open Session resumed.		
APPROVAL OF CEO GOALS, FISCAL YEAR 2005	The board reviewed the prior overall system wide/management team's goals and agreed that these should also be Mr. Covert's official, personal goals for the current fiscal year, 2005. These goals included workforce development, facilities/technology, finance, customer service, and quality. The details of these goals have been described and approved in prior board meetings. The board weighed each of these five areas as a 20 percent weight to be used during the next CEO evaluation process ending fiscal year July 2005 (attached). Mr. Covert agreed with the board's action, and there was no opposition for adopting these CEO goals as stated above.		

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APPROVAL OF CEO BONUS, FISCAL YEAR 2004	After further discussion of the outstanding performance in all aspects of Mr. Covert's leadership during the prior fiscal year 2004, the board unanimously agreed to the bonus equal to the maximum allowed by his contract. This is 40 percent of his base salary, which equals \$165,400.00.		
ad hoc CEO Compensation Committee Update	The board heard briefly from the ad hoc CEO compensation committee, chaired by Director Scofield. Director Scofield indicated that discussions are currently underway regarding Mr. Covert's request for an extension of his current contract or a new contract to extend four additional years. Since discussions are underway, no action was taken by the board at this juncture.		
FINAL ADJOURNMENT	10:00 p.m.		
SIGNATURE <ul style="list-style-type: none"> ▪ Board Secretary Minutes taken by Alan W. Larson, M.D., Board Chairman	 Nancy L. Bassett, R.N., M.B.A.		