

RESOLUTION NO. 15-09

RESOLUTION OF THE HI-DESERT MEMORIAL HEALTH CARE DISTRICT BOARD OF DIRECTORS AUTHORIZING CHIEF EXECUTIVE OFFICER TO EXECUTE DOCUMENTS RELATING TO THE TRANSACTIONS CONTEMPLATED BY THE PURCHASE AGREEMENT OR LEASE WITH HDMC HOLDINGS, L.L.C. AND OTHER RELATED DOCUMENTS

WHEREAS, the Hi-Desert Memorial Health Care District (“District”) has previously approved and authorized, and the District has entered into the Purchase Agreement dated March 25, 2015 (“Purchase Agreement”), and the related lease (dated for informational purposes March 25, 2015) (“Lease”), both by and between District and HDMC Holdings, L.L.C.; and

WHEREAS, the transactions contemplated by the Purchase Agreement and Lease closed effective July 15, 2015; and

WHEREAS, the District previously authorized the Chief Executive Officer of the District, in consultation with the Camden Group and legal counsel, to finalize the Purchase Agreement and Lease in accordance with the terms of the authorizing Resolution (Resolution No. 15-02) and execute the same; and

WHEREAS, the District also previously authorized any of the President, Vice President or Secretary of the Board of Directors of the District, in consultation with the Camden Group and legal counsel, to finalize the Lease and other closing documents in accordance with the actions previously taken by this Board and execute the same;

The Board of Directors of the Hi-Desert Memorial Health Care District does hereby resolve as follows:

RESOLVED, the Board of Directors of the Hi-Desert Memorial Health Care District does hereby authorize the Chief Executive Officer of the District, in consultation with legal counsel, to negotiate, enter into and execute, on behalf of the District, such documents and agreements relating to the transactions contemplated by the Purchase Agreement or Lease, or relating to the Purchase Agreement or Lease, and perform such other actions as set forth in or contemplated by the Purchase Agreement or the Lease or as necessary to further consummate the transactions contemplated in the Purchase Agreement or the Lease.


PASSED AND ADOPTED this 27th day of August, 2015, by the following votes:

AYES: Cooper, Avels, Sullivan, Doyle, Hoffman


NOES:

ABSENT:

ATTEST:



Patricia Cooper, President



Marge Doyle, Secretary to the Board