

1. **RFI #4: The Entities response states that “MultiCare will take all action necessary to expand the MultiCare Board to include at least one member from Oregon who can provide an appropriate systemwide governance perspective for a Pacific Northwest-focused health system (the “Oregon Nominee”). Section 7.5 of the Affiliation Agreement also describes the Oregon nominee as a “member from Oregon.” The MultiCare Board meeting minutes from October 20, 2025, Board of Directors Meeting state “Expanding into a new geography will provide an opportunity for MultiCare to add a new member to the MultiCare board from Oregon; this is not a representative from Oregon, but rather a person with Oregon experience and insight.”**

**Please explain specifically what is intended as being a “member from Oregon” and what the parameters of “Oregon experience and insight” means.**

- a. **Have the requirements for the Oregon Nominee changed since the October 20, 2025, Board of Directors meeting? If yes, how?**
- b. **Will the Oregon Nominee be required to have active ties to Oregon, such as through currently residing or working in Oregon? If not, please explain why.**
- c. **If the Oregon Nominee is not required to have active ties to Oregon, how much and what kind of “Oregon experience and insight” are you requiring this individual have?**

MultiCare intends to identify an individual who brings a meaningful Oregon perspective to the MultiCare Board through demonstrated connections to, and experience with, Oregon, while also possessing the level of business judgment, governance sophistication, and system-level experience expected of all MultiCare directors.

The reference in the Affiliation Agreement to a ‘member from Oregon’ is intended to reflect a director who has strong ties to Oregon and a working understanding of the Oregon healthcare, regulatory, business, and community environment. This role is not intended to represent or advocate for all Oregonians served by MultiCare, but rather to add a perspective and skillset that makes the Board more effective.

Although MultiCare will not require the Oregon Nominee to maintain a residence or employment in Oregon, MultiCare will identify a candidate with substantial Oregon experience and insight. Oregon experience and insight may include, for example:

- Extensive experience doing business in Oregon, including experience with Oregon-based organizations, markets, or regulatory frameworks;
- Prior service in leadership, governance, or community roles in Oregon or serving Oregonians; and/or
- Longstanding personal, professional, or community ties to Oregon that provide a practical understanding of the state and its operating environment.

This approach reflects MultiCare’s objective of adding a director who both understands Oregon and can contribute effectively at the system level. The Oregon healthcare and business environment presents distinct regulatory, market, and stakeholder considerations, and MultiCare’s Board has determined that adding this experience will strengthen systemwide governance as MultiCare expands its Pacific Northwest footprint.

The criteria and intent for the Oregon Nominee have not materially changed since the October 20, 2025 Board discussion referenced in the meeting minutes.

- 2. RFI #6: Please provide copies of the following meeting minutes:**
- a. Samaritan Board:**
    - i. Minutes for any meetings since December 15, 2025**
    - ii. November 17, 2025 (referenced, but don't appear to have been included in the Exhibits)**
    - iii. Any meetings that occurred between August 18, 2025, and November 17, 2025**
  - b. Samaritan Finance Committee:**
    - i. Minutes for any meetings since December 9, 2025**
  - c. MultiCare Board:**
    - i. Minutes for any meetings since December 15, 2025**
  - d. MultiCare Finance & Audit Committee:**
    - i. Minutes for any meetings since November 18, 2025**
  - e. MultiCare Nominating, Governance, & Effectiveness Committee**
    - i. Minutes for December 9, 2025 meeting (referenced, but don't appear to have been included in the Exhibits)**
  - f. Minutes for any meetings that have occurred since December 9, 2025**

The requested MultiCare materials are enclosed as RFI #3, Exhibit 2. The requested Samaritan materials were provided as part of our April 10<sup>th</sup> submission.

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