

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

Form 8-K

Current Report

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): 07/22/2008

MOLINA HEALTHCARE, INC.

(Exact name of registrant as specified in its charter)

Commission File Number: 001-31719

DE
(State or other jurisdiction of
incorporation)

134204626
(IRS Employer
Identification No.)

**200 Oceangate, Suite 100
Long Beach, CA 90802**
(Address of principal executive offices, including zip code)

562 435 3666
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On July 22, 2008, after considering the recommendation of Dr. J. Mario Molina, the Company's Chief Executive Officer, the Compensation Committee of the Board of Directors voted to approve an increase in the base salary of Terry Bayer, the Company's Chief Operating Officer, from \$456,000 to \$500,000 per year, and to approve an increase in the base salary of Dr. James Howatt, the Company's Chief Medical Officer, from \$395,000 to \$417,000 per year. These increases were made in recognition of performance, the increasingly competitive health care environment, and breadth of job responsibilities. The base salary increases will be implemented on August 3, 2008.

Signature(s)

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MOLINA HEALTHCARE, INC.

Date: July 28, 2008

By: /s/ Mark L. Andrews

Mark L. Andrews
Chief Legal Officer, General Counsel, and Corporate
Secretary.