

MEETING MINUTES
January 26, 2019

The Board of Directors of Vaya Health held their annual Board retreat on Saturday, January 26, 2019 from 9:00 am to 12:00 pm at the DoubleTree by Hilton, located at 115 Hendersonville Road, Asheville, NC 28803.

In Attendance:	Attending:	Apologies:
<i>Billy Kennedy</i>	X	
<i>Gary Blevins</i>	X	
<i>Ira Dove</i>	X	
<i>Jeanne Duncan</i>		X
<i>Dr. Jack Cahn</i>	X	
<i>Dr. Jeff Heck</i>	X	
<i>Jim Holland</i>	X	
<i>Rick Bunio</i>	X	
<i>Marche Pittman</i>		X
<i>Michael Lavender</i>	X	
<i>Mike Norris</i>	X	
<i>Nancy Baker</i>	X	
<i>Pat McGinnis</i>	X	
<i>Rick French (Chair)</i>	X	
<i>Ronnie Beale</i>	X	
<i>Steve Smith</i>		X

Also attending the Board of Directors meeting:

Brian Ingraham, Chief Executive Officer; Clark Phillip, Chief Finance Officer; Christina Dupuch, Chief Community Operations Officer; Rhonda Cox, Chief Population Health Officer; Jay Coward, Board Attorney; Brooklyn Whiteside, Executive Legal Assistant & Clerk to the Board; Christina Rose Carter, Legal Assistant; Mikhail Korolchuk, MIS Support Specialist; Patrick Betancourt, Macon County; Page Lemel, Transylvania County; Kevin King, Swain County Kody Kinsley, Deputy Secretary for Behavioral Health & Intellectual & Developmental Disabilities at DHHS..

A. Call to Order and Roll Call:

Mr. Rick French, Chair, called the meeting to order at 9:00 am.

B. Public Comment:

No members from the public attended the January 26, 2019 Board Meeting.

C. Annual Board Training – required by N.C.G.S. § 122C-119.1 on fiscal management, budget development, and fiscal accountability

Mr. Clark Phillip, Chief Financial Officer at Vaya Health presented the Annual Board Training to Board members for 2019. The training is required by the state.

D. **Medicaid Transformation Update – Kody Kinsley, DHHS**

Mr. Kody Kinsley, Deputy Secretary for Mental Health and Intellectual and Developmental Disabilities, attended Vaya’s annual Board retreat and shared an update with the Board on Medicaid Transformation and the recent and upcoming changes to the system.

Mr. Kinsley answered questions from the Board of Directors.

E. **Closed Session pursuant to N.C. Gen. Stat. § 143-318.11(a)(1) in order to prevent the disclosure of competitive health care information that is privileged or confidential pursuant to N.C. Gen. Stat. § 122C-126.1; or not considered a public record within the meaning of Chapter 132 of the General Statutes; to consult with attorneys pursuant to N.C. Gen. Stat. § 143-318.11(a)(3); or to consider the qualifications, competence, performance, character, fitness, or conditions of appointment, of an individual public officer or employee pursuant to N.C. Gen. Stat. §143-318.11(a)(6).**

Mr. Billy Kennedy motioned for the Board to enter closed session, Dr. Jack Cahn seconded.

Motion unanimously approved.

The Board entered closed session at 9:51 am.

Mr. Billy Kennedy motioned to resume open session, Mr. Ronnie Beale seconded.

Motion unanimously approved.

Board resumed open session at 11:37 am.

F. **Board Vacancy Nominations:**

Board member terms were reviewed and members voted on renewing each term that ended December 2018.

Mr. Mike Norris made a motion to renew terms for; Ms. Nancy Baker, Dr. Jeff Heck, Mr. Ira Dove, Mr. Michael Lavender, and Mr. March Pittman. Dr. Jack Cahn seconded the motion.

Motion unanimously approved.

Based on the votes taken from Board Members on Friday, January 25, 2019 for the nominees for the vacant Board seats, current members voted to appoint; Ms. Page Lemel, Transylvania County; Patrick Betancourt, Macon County; Connie Orr, Graham County; Kevin King, Swain County; and Will Wakefield, Alleghany County. Ashley Wooten, McDowell County Manager, will be next in line if a vacancy occurs.

G. **Other Business:**

No other business noted.

H. **Adjournment:**

Mr. Ronnie Beale made a motion to adjourn. Mr. Billy Kennedy seconded.

Motion unanimously approved.

Meeting adjourned at 11:38 am.

Tracy J. Hayes

Tracy J. Hayes, JD, CHC
General Counsel and Chief Compliance Officer