

EXECUTIVE COMMITTEE MINUTES

March 26, 2020

1:30 p.m.

The Executive Committee of the Board of Directors of Vaya Health conducted its regular meeting on Thursday, March 26, 2020 via electronic communication only (real-time two-way audio and/or visual communication, i.e. telephone and webex) in accordance with Executive Orders issued by N.C. Governor Roy Cooper in response to the COVID-19 pandemic.

Committee Members:	Attending:	Apologies:
Gary Blevins	X (by phone)	
Ronnie Beale	X (by phone)	
Rick French, Chair	X (by phone)	
Mike Norris	X (by phone)	
Connie Orr	X (by phone)	

Also attending the March 26, 2020 Executive Committee meeting:

Brian Ingraham, Chief Executive Officer; Tracy Hayes, General Counsel and Chief Compliance Officer; Larry Hill, Chief Finance Officer; J.K. Coward, Board Attorney; Patrick McCoy, Human Resources Director; and Christina Rose Carter, Executive Legal Assistant and Clerk to the Board.

A. Welcome and Call to Order:

Mr. Rick French, Executive Committee Chair, called the meeting to order at 1:35 p.m.

B. Approval of Agenda:

Mr. Ronnie Beale made a motion to approve the March 26, 2020 Executive Committee agenda, as presented. Ms. Connie Orr seconded the motion.

Motion unanimously approved.

C. Approval of December 12, 2019 Meeting Minutes:

Mr. Gary Blevins made a motion to approve the December 12, 2019 Executive Committee minutes, as presented. Mr. Mike Norris seconded the motion.

Motion unanimously approved.

D. Report of the Chair:

Mr. Rick French informed the committee there were no urgent updates from the Chair for this meeting.

E. Report of the CEO:

Mr. Brian Ingraham updated committee members on legislative and DHHS updates, and activities of the executive leadership team (ELT) and human resources (HR) in response to the COVID-19 pandemic. Since the onset of the pandemic, the ELT and HR have issued “HR Updates” to all staff and the board of directors to promote effective and transparent communication. Feedback from staff about the HR Updates has been overwhelmingly positive. The Vaya website was also modified to include a COVID-19 pandemic informational landing page for the community and providers.

The committee discussed at length the stability of Vaya’s provider network. Provider assistance includes hardship payments and retainer payments upon application approval, telemedicine policy approval, and the temporary suspension of on-site provider monitoring in compliance with the DHHS issued mandate except for health and safety concerns. Additionally, Mr. Ingraham answered Mr. Beale’s question by advising it is a priority to keep the walk-in centers open and operating in order to keep individuals out of the emergency department.

The committee discussed Vaya’s staff retention and pandemic accommodations. LME/MCO employees are essential personnel as defined in the stay at home order. All staff where applicable are transitioning to work from home, and a special thanks to Mr. Robert Webb and his staff in the MIS Department in light of the transition progressing as smooth as possible. The transition required a complete overhaul of the Remote Work Policy. Mr. Beale inquired if there have been or will be layoffs of Vaya staff due to the pandemic. Mr. Ingraham advised that there are currently no planned layoffs at this time due to the pandemic.

The Families First COVID-19 Relief Act for public employers entitles employees to 80 hours of paid sick leave for those that have been impacted by COVID-19 including lack of access to childcare. The cost associated with the entitled leave is not offset by funding from the state, it will be an additional financial cost for Vaya. Mr. Larry Hill advised the committee the only new money available to Vaya is the 1.5% PMPM increase for potentially 3 months.

- F. 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, and 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. Mike Norris made a motion for the Executive Committee to enter closed session. Ms. Connie Orr seconded the motion.

Motion unanimously approved.

Executive Committee entered closed session at 2:32 p.m.

Ms. Connie Orr made a motion to resume open session. Mr. Mike Norris seconded the motion.

Motion unanimously approved.

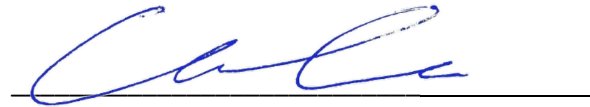
Executive Committee resumed open session at 2:42 p.m.

G. Adjournment:

Mr. Gary Blevins made a motion to adjourn. Mr. Mike Norris seconded the motion.

Motion unanimously approved.

Executive Committee adjourned at 2:48 p.m.



Christina Rose Carter,
Executive Legal Assistant and Clerk to the Board