

## **BOARD OF DIRECTORS MEETING**

### **AGENDA**

**March 25, 2021**

*4:30 – 6:30 p.m.*

*The Board of Directors of Vaya Health will conduct a regular Board of Directors meeting at 4:30 p.m. on March 25, 2021 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.*

**Dial In: 828-552-4129    Passcode: 712 873 010#**

**A. Call to Order and Roll Call**

*Rick French, Chair (5 minutes)*

**B. Review & Approval of Agenda, February 11, 2021 Bylaws and Nominating Committee Minutes, and February 2021 Board Retreat Minutes**

*Rick French, Chair (3 minutes)*

**C. Public Comment**

*Rick French, Chair (maximum of 20 minutes)*

**D. Conflict of Interest Disclosure**

*Tracy Hayes, General Counsel and CCO (2 minutes)*

**E. Report of the Chair**

*Rick French, Board Chair (10 minutes)*

1. Bylaws of the Board of Directors 2021 Revisions - **ACTION NEEDED**
2. New Board Member Nomination - **ACTION NEEDED**
3. Swearing in of new Board Members
4. *Ad Hoc* Futures Committee

**F. Report of the Chief Executive Officer**

*Brian Ingraham, President and CEO (20 minutes)*

1. Project Updates
2. COVID-19 Response
3. DHHS and County Relations

4. Employee Engagement Update

**G. Report of the Finance Committee and Finance Officer**

*Larry Hill, Executive VP and Chief Finance Officer (15 minutes)*

**H. Provider Advisory Council Report**

*Carson Ojamaa, PAC President (5 minutes)*

**I. Regulatory Compliance & Quality Committee Report**

*Billy Kennedy, Chair (5 minutes)*

**J. Consumer & Family Advisory Committee Report**

*Pat McGinnis, CFAC (5 minutes)*

**K. Other Business (5 minutes)**

1. Resolution in Support of Diversity, Equity, and Inclusion - **ACTION NEEDED**

- L. 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; or to consult with attorneys pursuant to N.C. Gen. Stat. §143-318.11(a)(3). *(20 minutes)*

**M. Consent Agenda**

**N. Adjournment**