

FUTURES COMMITTEE MINUTES

April 22, 2021

4:00 p.m.

The Futures Committee of the Board of Directors of Vaya Health conducted its regular meeting on Thursday, April 22, 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.

Committee Members:	Attending:	Apologies:
Ronnie Beale	X (by phone)	
Rick French, Chair	X (by phone)	
Dr. Tim Fitzsimons	X (by phone)	

Also attending the April 22, 2021 Futures Committee meeting:

Brian Ingraham, President and Chief Executive Officer; J.K. Coward, Board Attorney; Lanier Cansler, Cansler Collaborative Resources; Christina Rose Carter, Executive Legal Assistant and Clerk to the Board; and no members of the public.

A. Welcome and Call to Order:

Mr. Rick French, called the meeting to order at 4:04 p.m.

B. Approval of Agenda:

Mr. Ronnie Beale made a motion to approve the agenda, as presented. Dr. Tim Fitzsimons seconded the motion.

Motion unanimously approved.

C. Report of the Chair:

Mr. Rick French lead the committee members in discussion on the following items:

1. 2021 Futures Committee Meeting Schedule
 - Mr. Beale proposed meeting in person as soon as possible. Following discussion, the committee agreed the next meeting will occur at the Vaya Health Administrative Office in Asheville, NC on May 12, 2021 from 1:00 – 2:00 pm.

2. 2021 Priorities
 - Mr. Ingraham opened the discussion by sharing information from the Governor’s proposed budget regarding a County Disengagement Moratorium. The committee discussed the risk of county disengagement, and the impact of a mandated moratorium during Medicaid Transformation. Mr. Beale advised the committee, the driving factor

behind county disengagement is not care for the community, but rather politics, and we should be looking to DHHS as an ally for addressing disengagement requests in the future. Mr. Ingraham encouraged Mr. Beale to engage the County Commissioners Advisory Board for support.

3. Strategic Planning and Next Steps

- Mr. Ingraham and the committee members engaged in a lengthy discussion regarding what is needed in terms of strategic Board membership in alignment with future organizational needs and goals. The committee discussed potential motives and intentions among current Board membership as it relates to individual county representation. In order to be successful in future state, the committee agreed it will be important to maintain the exemplary performance of Vaya as an organization as well as a strategic evaluation of current Board members against an ideal Board member profile targeted to achieve the desired composition.

Mr. Beale emphasized the Board must be more professional to be successful and competitive in the insurance industry, and members must have the willingness to learn and adapt to the changes necessary and be engaged. Dr. Fitzsimons agreed with Mr. Beale, adding we must embrace the tension of where we are now and where we need to be for driving necessary change. In order to be successful, it will require a synergetic transformation along with proactively addressing identified gaps.

The committee determined that an engagement evaluation is needed of the current Board members, in addition to establishing an ideal Board member profile. The method for engagement evaluation would be most successful with two parts, a questionnaire survey and a follow-up interview. At the next Futures Committee meeting the committee intends to establish the Board member profile that defines the characteristics needed for Board members moving forward.

Mr. Coward encouraged the committee consider a face to face retreat as soon as possible for increasing connectedness among the Board members and the organization. Mr. Cansler shared the Governor anticipates relaxing COVID-19 restrictions by June 1, 2021.

Mr. Cansler agreed with the discussion thus far, and recommended the Board survey ask Board members to consider what they contribute to the Board. Dr. Fitzsimons emphasized the purpose is to get clarity on who our Board members are, what they bring to the table, and line that up with what the organizational needs.

D. Report of the CEO:

Mr. Brian Ingraham advised there was no report of the CEO outside of the information shared in the previous section.

E. Other Business:

No other business was discussed.

F. Adjournment:

Mr. Ronnie Beale made a motion to adjourn. Dr. Fitzsimons seconded the motion.

Motion unanimously approved.

Futures Committee adjourned at 5:01 p.m.



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