

FUTURES COMMITTEE MINUTES

May 12, 2021

1:00 p.m.

The Futures Committee of the Board of Directors of Vaya Health conducted its regular meeting on Wednesday, May 12, 2021 at the Vaya Health Administrative Offices, located at 200 Ridgefield Court, Asheville, NC 28806; with PUBLIC ACCESS via electronic communication only (real-time two-way audio and/or visual communication, i.e. telephone and webex).

| Committee Members: | Attending: | Apologies: |
|---------------------------|-------------------|-------------------|
| Ronnie Beale | X | |
| Rick French, Chair | X | |
| Dr. Tim Fitzsimons | X | |

Also attending the May 12, 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:

Dr. Tim Fitzsimons and Mr. Ronnie Beale, Futures Committee Co-Chairs, called the meeting to order at 1:10 p.m.

B. Approval of Agenda and April 22, 2021 Meeting Minutes:

Mr. Rick French made a motion to approve the agenda and meeting minutes, as presented. Mr. Ronnie Beale seconded the motion.

Motion unanimously approved.

C. Report of the Chairs:

Dr. Tim Fitzsimons led a discussion about the committee’s purpose statement and review of current Board membership against statutory requirements. The committee discussed the need for an in-person Board Retreat as soon as possible, understanding this is the best way to engage the Board members for future strategic planning. Mr. Coward shared his perspective of the evolution of mental health care from a county responsibility to a regional insurance company and how statutory requirements do not align with what is needed in future state.

Dr. Fitzsimons presented the characteristics of the Board Success Profile for discussion by the committee. The presentation included descriptions of competencies, experiences, traits, and drivers. The committee discussed the upcoming survey of the Board will drive the conversation at

the retreat. The retreat is to be focused around strategizing membership to align with the future needs of the organization. The committee discussed communication needed at the county level should begin with County Managers for providing education on the changes resulting from BH I/DD Tailored Plan transformation.

The committee identified the Board Member profile and strategic membership planning should evolve in stages leading up to the retreat, beginning with a description of the ideal profile. The retreat will not follow the Board meeting agenda outline but will be entirely focused on the strategic evolution needed. The committee proposed a retreat outline, as follows:

- Day 1:
 - An in-depth presentation on BH I/DD Tailored Plan; and
 - Board members define the good, bad, and ugly, of serving as a Vaya Health Board of Director.
- Day 2:
 - Discuss all responses to the good, bad, and ugly; and
 - Commence strategic planning of Board membership moving forward.

During the BH I/DD Tailored Plan presentation at the Board retreat, Mr. Ingraham will present the top 5 future challenges in order to demonstrate the risk picture and discuss governance challenges. The committee proposed July 9-10 as a potential date for the Board Retreat.

The committee discussed county disengagement/ realignments and the moratorium language.

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. Rick French made a motion to adjourn. Mr. Ronnie Beale seconded the motion.

Motion unanimously approved.

Futures Committee adjourned at 3:00 p.m.



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