

**MEETING MINUTES**

**June 01, 2021**

*The Board of Directors of Vaya Health conducted an emergency called Board of Directors meeting at 9:00 am pursuant to N.C.G.S. § 143-318.12(b) on Tuesday, June 1, 2021 via electronic communication only (real-time two-way audio and/or visual communication, i.e. telephone and webex).*

<b><i>In Attendance:</i></b>	<b><i>Attending:</i></b>	<b><i>Apologies:</i></b>
Billy Kennedy	X (by phone)	
Gary Blevins	X (by phone)	
Ira Dove	X (by phone)	
Carson Ojamaa		X
Josh Kennedy	X (by phone)	
Dr. Tim Fitzsimons	X (by phone)	
Mike Norris	X (by phone)	
Nancy Baker	X (by phone)	
Pat McGinnis		X
Rick French (Chair)	X (by phone)	
Ronnie Beale	X (by phone)	
Frank Stout	X (by phone)	
Patrick Betancourt		X
Connie Orr		X
Will Wakefield	X (by phone)	
Ashley Wooten	X (by phone)	
Kevin King	X (by phone)	
Page Lemel	X (by phone)	
Dakisha "DK" Wesley	X (by phone)	

***Also attending the June 01, 2021 Board of Directors meeting:***

*Brian Ingraham, President & Chief Executive Officer; Tracy Hayes, General Counsel & Chief Compliance Officer; Craig Martin, Chief Medical Officer; Larry Hill, Executive VP & Chief Finance Officer; Robert Webb, Executive VP & Chief Information Officer; Rhonda Cox, Executive VP & Chief Population Health Officer; J.K. Coward, Board Attorney; Melissa Brown, Executive Assistant; Christina Rose Carter, Executive Legal Assistant & Clerk to the Board; and no members of the public.*

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

Mr. Rick French, Chairman of the Board, called the meeting to order at 9:02 a.m.

**B. 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).

Mr. Billy Kennedy made a motion for the Board of Directors to enter closed session. Mr. Ronnie Beale seconded the motion.

Motion unanimously approved.

The Board of Directors entered closed session at 9:04 a.m.

Mr. Mike Norris made a motion for the Board of Directors to resume open session. Ms. Nancy Baker seconded the motion.

Motion unanimously approved.

The Board of Directors resumed open session at 10:00 a.m.

**C. Other Business**

Mr. Mike Norris made a motion to approve the Resolution of the Vaya Health Board of Directors to Consolidate with Cardinal Innovations Healthcare Solutions, with Vaya Health as the Surviving Entity, as presented. Mr. Mike Norris seconded the motion.

Motion unanimously approved.

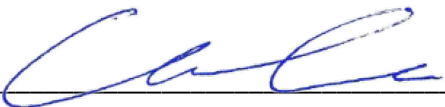
Ms. Tracy Hayes advised the Board, the signed resolution, talking points, and press release will be provided by email to Board members following the meeting.

**D. Adjournment**

Mr. Billy Kennedy made a motion to adjourn. Ms. Nancy Baker seconded the motion.

Motion unanimously approved.

Meeting adjourned at 10:04 a.m.



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